

SWORN COMPLAINT BEFORE THE TEXAS ETHICS COMMISSION

An individual must be a resident of the state of Texas to be eligible to file a sworn complaint with the Texas Ethics Commission. The complainant is required to attach to the complaint a copy of one of the following documents:

- complainant's driver's license or personal identification certificate issued under Chapter 521 of the Transportation Code, or commercial driver's license issued under Chapter 522 of the Transportation Code; or
- a utility bill, bank statement, government check, paycheck or other government document that shows the name and address of the complainant and is dated not more than 30 days before the date on which the complaint is filed.

Effective September 1, 2009, an individual may also be eligible to file a sworn complaint with the Texas Ethics Commission if the individual owns real property in the state of Texas. Under this provision, the complainant will be required to attach to the complaint a copy of a property tax bill, notice of appraised value, or other government document that shows the name of the complainant, shows the address of the real property in Texas, and identifies the complainant as the owner of the real property.

OFFICE USE ONLY

Docket Number

Date Hand-delivered or Date Postmarked

I. IDENTITY OF COMPLAINANT

1 COMPLAINANT NAME	MS / MRS / MR	FIRST	MI
	NICKNAME	LAST	SUFFIX
2 COMPLAINANT PHYSICAL ADDRESS	ADDRESS APT / SUITE # CITY STATE ZIP CODE		
3 COMPLAINANT MAILING ADDRESS	ADDRESS APT / SUITE # CITY STATE ZIP CODE		
4 COMPLAINANT TELEPHONE NUMBER	AREA CODE	PHONE NUMBER	EXT
5 COMPLAINANT E-MAIL ADDRESS	E-MAIL ADDRESS		

II. IDENTITY OF RESPONDENT

6 RESPONDENT NAME	MS / MRS / MR	FIRST	MI
	NICKNAME	LAST	SUFFIX
7 RESPONDENT POSITION OR TITLE	POSITION OR TITLE		
8 RESPONDENT PHYSICAL ADDRESS	ADDRESS APT / SUITE # CITY STATE ZIP CODE		
9 RESPONDENT MAILING ADDRESS	ADDRESS APT / SUITE # CITY STATE ZIP CODE		
10 RESPONDENT TELEPHONE NUMBER	AREA CODE	PHONE NUMBER	EXT
11 RESPONDENT E-MAIL ADDRESS (IF KNOWN)	E-MAIL ADDRESS		

GO TO PAGE 2

**A COMPLAINT WILL BE DISMISSED IF A COPY OF ONE OF THE FOLLOWING
DOCUMENTS IS NOT ATTACHED AS PROOF OF TEXAS RESIDENCY.**

Please check one of the boxes below to indicate the copy of the document you have attached to the complaint:

☐ Texas driver's license

☐ personal identification certificate
(issued under Chapter 521 of the Transportation Code)

☐ commercial driver's license
(issued under Chapter 522 of the Transportation Code)

☐ utility bill *

☐ bank statement *

☐ government check *

☐ paycheck *

☒ other government document *

CONCEALED HANDGUN LICENSE

* with name and address of complainant and dated not more than 30 days before the date on which the complaint is filed *

**VI. AFFIDAVIT
BASED ON PERSONAL KNOWLEDGE**

Page 5

(Execute this affidavit if the acts alleged are within your direct personal knowledge.)

I, _____, complainant,
swear that I am a resident of the state of Texas. I swear that I have knowledge of the
facts alleged in this complaint and that the information contained in this complaint is
true and correct.

Signature of Complainant

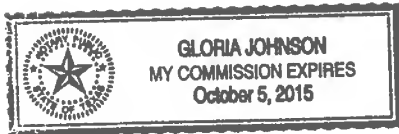
AFFIX NOTARY STAMP / SEAL ABOVE

Sworn to and subscribed before me, by the said _____, this the _____ day of
_____, 20 _____, to certify which, witness my hand and seal of office.

Signature of officer administering oath_____
Printed name of officer administering oath_____
Title of officer administering oath**VII. AFFIDAVIT
BASED ON INFORMATION AND BELIEF**

(Execute this affidavit if the acts alleged are not within your direct personal knowledge, but are based on reasonable belief.)

I, JAMES L. KETTER, complainant,
swear that I am a resident of the state of Texas. I swear that I have reason to believe
and do believe that the violation alleged in this complaint has occurred. The source
of my information and belief is

the documentation attached.

AFFIX NOTARY STAMP / SEAL ABOVE

Sworn to and subscribed before me, by the said _____, this the 22 day of
march, 20 12 to certify which, witness my hand and seal of office.

Gloria Johnson

Signature of officer administering oath

Gloria Johnson

Printed name of officer administering oath

Title of officer administering oath

SWORN COMPLAINT BEFORE THE TEXAS ETHICS COMMISSION

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- complainant's driver's license or personal identification certificate issued under Chapter 521 of the Transportation Code, or commercial driver's license issued under Chapter 522 of the Transportation Code; or
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Effective September 1, 2009, an individual may also be eligible to file a sworn complaint with the Texas Ethics Commission if the individual owns real property in the state of Texas. Under this provision, the complainant will be required to attach to the complaint a copy of a property tax bill, notice of appraised value, or other government document that shows the name of the complainant, shows the address of the real property in Texas, and identifies the complainant as the owner of the real property.

OFFICE USE ONLY

Docket Number

Date Hand-delivered or Date Postmarked

I. IDENTITY OF COMPLAINANT

1 COMPLAINANT NAME	MS / MRS / MR	FIRST	MI
	NICKNAME	LAST	SUFFIX
VICKI D. TRUITT			
2 COMPLAINANT PHYSICAL ADDRESS	ADDRESS	APT / SUITE #	CITY; STATE; ZIP CODE
	200 AUSTIN STREET KELLER TX 76248		
(Full home or business address, including street, city, state, and zip code)			
3 COMPLAINANT MAILING ADDRESS	ADDRESS	APT / SUITE #	CITY; STATE; ZIP CODE
	(check if same as above)		
(Full home or business address, including street, city, state, and zip code)			
4 COMPLAINANT TELEPHONE NUMBER	AREA CODE	PHONE NUMBER	EXT
	817 379-2433		
5 COMPLAINANT E-MAIL ADDRESS	RepTrui: #@VickiTruitt.com		

II. IDENTITY OF RESPONDENT

6 RESPONDENT NAME	MS / MRS / MR	FIRST	MI
	NICKNAME	LAST	SUFFIX
EMPPOWER TEXANS d.b.a. Texans for Fiscal Responsibility			
7 RESPONDENT POSITION OR TITLE	ATTN: Michael Sullivan, President		
8 RESPONDENT PHYSICAL ADDRESS	ADDRESS	APT / SUITE #	CITY; STATE; ZIP CODE
	4315 Guadalupe #206 Austin TX 78751		
(Full home or business address, including street, city, state, and zip code)			
9 RESPONDENT MAILING ADDRESS	ADDRESS	APT / SUITE #	CITY; STATE; ZIP CODE
	P.O. Box 200248 Austin TX 78720		
(check if same as above)			
(Full home or business address, including street, city, state, and zip code)			
10 RESPONDENT TELEPHONE NUMBER	AREA CODE	PHONE NUMBER	EXT
	512 236-0201		
11 RESPONDENT E-MAIL ADDRESS (IF KNOWN)			

GO TO PAGE 2

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DOCUMENTS IS NOT ATTACHED AS PROOF OF TEXAS RESIDENCY.**

Please check one of the boxes below to indicate the copy of the document you have attached to the complaint:

☐ Texas driver's license

☐ personal identification certificate
(issued under Chapter 521 of the Transportation Code)

☐ commercial driver's license
(issued under Chapter 522 of the Transportation Code)

☐ utility bill *

☐ bank statement *

☐ government check *

☐ paycheck *

☒ other government document * *Texas Concealed Handgun License*

* with name and address of complainant and dated not more than 30 days before the date on which the complaint is filed *

**VI. AFFIDAVIT
BASED ON PERSONAL KNOWLEDGE**

Page 5

(Execute this affidavit if the acts alleged are within your direct personal knowledge.)

I, _____, complainant,
swear that I am a resident of the state of Texas. I swear that I have knowledge of the
facts alleged in this complaint and that the information contained in this complaint is
true and correct.

Signature of Complainant

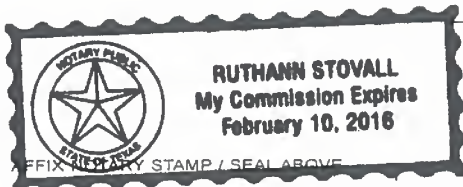
AFFIX NOTARY STAMP / SEAL ABOVE

Sworn to and subscribed before me, by the said _____, this the _____ day of
_____, 20_____, to certify which, witness my hand and seal of office.

Signature of officer administering oath_____
Printed name of officer administering oath_____
Title of officer administering oath**VII. AFFIDAVIT
BASED ON INFORMATION AND BELIEF**

(Execute this affidavit if the acts alleged are not within your direct personal knowledge, but are based on reasonable belief.)

I, VICKI TRUITT, complainant,
swear that I am a resident of the state of Texas. I swear that I have reason to believe
and do believe that the violation alleged in this complaint has occurred. The source
of my information and belief is

the documentation attached.

Vicki Truitt
Signature of Complainant

Sworn to and subscribed before me, by the said Vicki Truitt, this the 12th day of
March, 2012, to certify which, witness my hand and seal of office.

Ruthann Stovall
Signature of officer administering oath

Ruthann Stovall
Printed name of officer administering oath

Notary Public
Title of officer administering oath

III. NATURE OF ALLEGED VIOLATION

Page 2

Include the specific law(s) or rule(s) alleged to have been violated. The Texas Ethics Commission has jurisdiction to enforce only the following laws: (1) Title 15 of the Election Code; (2) Chapters 302, 303, 305, 572, 2004 of the Gov't Code; (3) § 334.025 and § 335.055 of the Local Gov't Code; (4) Subchapter C, Chapter 159 of the Local Gov't Code, in connection with a county judicial officer who elects to file a financial statement with the commission; (5) § 2152.064 and § 2155.003 of the Gov't Code; (6) § 306.005 of the Gov't Code.

DURING the last six months of 2011, Empower Texans (d.b.a. "Texans for Fiscal Responsibility") made campaign expenditures within the meaning of Section 251.001, Election Code. It is reasonable to conclude that these expenditures totaled more than \$100, given the documented scope of its activities, and the use of its employees, website, mailing, mass emailing, newsletters and other means of publishing its communications of support of or opposition to candidates ~~and~~ and measures.

The violations of the Election Code alleged in this complaint — which are made in the alternative — are made upon information and belief.

If Empower Texans made the expenditures "NOT ACTING IN CONCERT WITH ANOTHER"

ATTACH ADDITIONAL PAGES AS NEEDED

Nature of Alleged Violation (Continued from Page 2)

person, Empower Texans has made direct campaign expenditures in violation of Section 254.261(a), Election Code, by not filing, as if it were a general-purpose committee, a report of the contributions it received and the expenditures it made in support of or opposition to candidates for the Legislature and measures on the ballot in the form of constitutional amendments. The direct expenditures that are the subject of this paragraph of this complaint should have been reported no later than January 17, 2012, pursuant to Section 254.153(c), Elections Code.

If Empower Texans made these expenditures *acting in concert* with another person, Empower Texans is in effect a general purpose political committee that has violated the following Sections of the Election Code: 252.001 [Appointment of Campaign Treasurer Required], 252.003 [Contents of Appointment by General-Purpose Committee], 253.004 [Unlawfully Making Expenditure], 253.031(b) and (c) [Contribution and Expenditure Without Campaign Treasurer Prohibited], 253.037 [Restrictions on Contribution or Expenditure by General-Purpose Committee], 254.041 [Criminal Penalty for Untimely or Incomplete Report], 254.042 [Civil Penalty for Late Report], and 254.153 [Semiannual Reporting Schedule for Committee].

Section 253.098, Elections Code, and Texas Ethics Commission Rule 24.11, are inapplicable in that they provide that certain expenditures made to communicate with the stockholders and members of corporations and labor unions, and their families, are not required to be reported. Empower Texans has no stockholders and it has no members, as documented below. (For the same reason, Commission Rule 24.1(b) is inapplicable to Empower Texans.)

The Texas Ethics Commission has documented that Empower Texans, which does business as “Texans for Fiscal Responsibility” has not filed “any campaign finance reports or reports of direct campaign expenditures” with the Commission.

Whether Empower Texans acted alone or in concert with another cannot be definitively ascertained precisely because Empower Texans has not made the disclosures required by Texas law. This kind of failure of disclosure is exactly why the United States Supreme Court upheld disclosure laws as constitutional under the First Amendment in the case of *Citizens United v. Federal Election Commission* [558 U.S.____, 130 S.Ct. 876 (Cause #08-205) (2010)] based on the vital public interest in “...providing the electorate with information about sources of election-related spending...”

IV. STATEMENT OF FACTS

Page 3

State the facts constituting the alleged violation(s), including the dates on which or the period of time in which the alleged violation(s) occurred. Identify allegations of fact not personally known to the complainant, but alleged on information and belief. Please use simple, concise, and direct statements.

EMPOWER TEXANS IS A CORPORATION CHARTERED UNDER THE TEXAS NON PROFIT CORPORATION ACT. AS A NONPROFIT CORPORATION, EMPOWER TEXANS HAS NO STOCKHOLDERS. THE CHARTER OF EMPOWER TEXANS PROVIDES THAT THE NON PROFIT CORPORATION HAS NO MEMBERS. SEE EXHIBIT #1

ON PART VI, SECTION A, LINE 6, OF EMPOWER TEXANS 2010 INTERNAL REVENUE SERVICE FORM 990, THE CORPORATION STATED THAT IT DOES NOT HAVE MEMBERS OR STOCKHOLDERS. SEE EXHIBIT #2

"TEXANS FOR FISCAL RESPONSIBILITY" IS THE ASSUMED NAME OF EMPOWER TEXANS. SEE EXHIBIT #3

IT SHOULD BE NOTED THAT PRIOR TO THE U.S. SUPREME COURT DECISION ~~IN~~ "CITIZENS UNITED"!!

ATTACH ADDITIONAL PAGES AS NEEDED

Statement of Facts (Continued from Page 3)

Texas law prohibited Empower Texans from making campaign expenditures. *This complaint* does not address years earlier than 2011; however, on information and belief, Empower Texans was very active during the election campaign season in 2010. In fact Section IV, Page 3, Line 3, of the Internal Revenue Service Form 990 filed by Empower Texans for 2010 shows that Empower Texans "...engaged in direct or indirect campaign activities on behalf of or in opposition to candidates for public office..."

That same Form 990 shows that at the start of 2011, it had \$185,869 in "total net assets or fund balances" based on contributions totaling \$710,000, including fourteen contributions from one or more persons ranging in amount from \$5,000 to \$263,755. **SEE EXHIBIT 4**

The Forms 990 filed by Empower Texans for 2008 and 2009, show that it had revenues from contributions of nearly \$400,000 in each year. Empower Texans claims in its 2009 Form 990 that it has "addressed hundreds of clubs and organizations around the state." In addition, Empower Texans (using its d.b.a., Texans for Fiscal Responsibility) claims that "More than 60,000 voters in the Lone Star State work with and through us..." **SEE EXHIBIT 5**

(Based on Empower Texans' past practices, it will likely not file its 2011 Form 990 until the summer of 2012.)

Empower Texans has claimed it has "more than 18,700 friends on our main [Facebook] page--making us the largest independent, Texas-based policy/political group operating there with a vibrant community and ongoing dialogue. (Our Facebook reach is also bigger than the state's various news organizations..." **SEE EXHIBIT 6**

Based on its extensive past activities, substantial past fundraising and the documented activities below, it is reasonable to conclude that Empower Texans received substantial contributions from others—not its members or stockholders, because it has neither--and used those contributions to make campaign expenditures in excess of \$100 during the latter half of 2011.

(While Empower Texans also maintains a political committee, Empower Texans PAC stated in a contribution and expenditure report filed January 16, 2012, that it made no political expenditures during the period covered by the report, which was July 1, 2011, through December 31, 2011. **SEE EXHIBIT 7** In addition, none of the items cited below and published in the course of making these campaign expenditures carry the committee's disclaimer or a notation of any kind that would indicate that the expenditures were actually made by the committee.)

On July 20, 2011, Empower Texans by email took sides in what was widely acknowledged by most observers to be a political campaign for State Representative between two incumbents. The candidate that Empower Texans supported in that communication became one of its endorsees on December 7, 2011. **SEE EXHIBIT 8**

On August 14, 2011, by email Empower Texans expressed support for two candidates for State Senate against candidates they oppose. On information and belief, this email was widely distributed. **SEE EXHIBIT 9**

On September 8, 2011, Empower Texans by email took sides in a campaign for State Representative. On information and belief, this email was widely distributed in the form of a newsletter. **SEE EXHIBIT 10**

On October 9, 2011, Empower Texans by blast email advertised positions for and against measures that were to be voted on as amendments to the Texas Constitution on November 8, 2011. On information and belief, these positions were very widely communicated by Empower Texans in close proximity to the November 2011 election on these measures. Note the box on the right side of the first page of the exhibit directs the reader to yet another publication of Empower Texans' positions on the amendments and a "sample ballot." **SEE EXHIBIT 11**

On October 12, 2011, by email that apparently conveys its newsletter, Empower Texans published its endorsement of a candidate for State Senator. On information and belief, this newsletter was widely distributed. **SEE EXHIBIT 12**

On October 21, 2011, by blast email Empower Texans published its endorsements of 4 candidates for the Texas Senate. On information and belief this publication was widely distributed. **SEE EXHIBIT 13**

On October 28, 2011, Empower Texans by email published its endorsement of a candidate for the Texas Supreme Court. On information and belief this publication was widely distributed. **SEE EXHIBIT 14**

By blast emails dated November 6, 13 and 27, 2011, Empower Texans (under its d.b.a. Texans for Fiscal Responsibility) solicited "...a monthly or one-time contribution of \$5, \$10 or \$25 to fund *independent expenditure* activities that promote conservative leadership in the Lone Star State." (The word "contribution" was underlined in the original; the words "independent expenditure" were italicized by the complainant to emphasize that these were direct campaign expenditures.) These solicitations, which on information and belief do not constitute examples of all such solicitations by Empower Texans, may show that the corporation was acting in concert with others (e.g., those who contributed or who were solicited for contributions) in making the political expenditures that are documented in this complaint. **SEE EXHIBIT 15**

During the month of December, 2011, Empower Texans endorsed eight candidates for the office of State Representative. The endorsements were each published in the form of announcements on Empower Texans' website on successive days from December 7th through 9th and December 12th through 14th. Those endorsement articles remained on the Empower Texans website as of the date of preparation of this complaint. **SEE EXHIBIT 16**

On December 11, 2011, Empower Texans by blast emails published its endorsements of three candidates for State Representative. On December 18, 2011, Empower Texans by email published its endorsements of five more candidates for the Texas House of Representatives. On information and belief these publications were widely distributed. **SEE EXHIBIT 17**

In undated letters addressed to “Taxpayers in House District 98,” “Taxpayers in House District 60” and “Taxpayers in House District 4,” Empower Texans (using its d.b.a. “Texans for Fiscal Responsibility”) published its position against three candidates for Texas House of Representatives. On information and belief, these letters were distributed widely within House District 98, House District 60 and House District 4 during the months of September and December, 2011. **SEE EXHIBIT 18**

The Texas Ethics Commission has documented that Empower Texans (d.b.a. Texans for Fiscal Responsibility) has not filed “any campaign finance reports or reports of direct campaign expenditures” with the Commission. **SEE EXHIBIT 19**

V. LISTING OF DOCUMENTS AND OTHER MATERIALS**Page 4**

List all documents and other materials filed with this complaint. Additionally, list all other documents and other materials that are relevant to this complaint and that are within your knowledge, including their location, if known.

EXHIBIT - #1 - Empower Texans' Corporate Charter showing it has no members.

EXHIBIT #2 - Relevant PARTS of Empower TEXANS 2010 Form 990 filed with the U.S. Internal Revenue Service stating that it has no members.

EXHIBIT #3 - Copy of Empower TEXANS' Assumed NAME certificate filed with the TEXAS Secretary of State.

EXHIBIT #4 - Copy of Relevant PARTS of Empower TEXANS' Form 990 filed with the U.S. Internal Revenue Service for 2010 showing its financial activity for that year and its balance as of the start of 2011.

EXHIBIT #5 - PARTS of Empower TEXANS' 2008 and 2009 showing the extent of its past financial activities and documenting the scope of its past political activities. TEXANS for Fiscal Responsibility letter showing same.

ATTACH ADDITIONAL PAGES AS NEEDED

List of Documents and other materials (Continued from Page 4)

EXHIBIT #6— Copy of page of Empower Texans' website documenting its claims about the widespread and sophisticated extent of its communications to Texas voters.

EXHIBIT #7— Copy of the contribution and expenditure report filed by Empower Texans' PAC covering the last half of 2011 showing that the PAC made no political expenditures during that period of time.

EXHIBIT #8— Copies of broadcast emails sent to multiple people by Empower Texans taking sides in a campaign for State Representative between two incumbents, one of which became its official endorsee in December 2011. On information and belief, these are just two of the many instances, potentially thousands, of this publication of Empower Texans' position in this race at that time.

EXHIBIT #9— Copy of broadcast email sent by Empower Texans taking sides in two campaigns for State Senator favoring two candidates and opposition to two others. On information and belief, this is just one of the many instances, potentially thousands, of this publication of Empower Texans' position in these races at that time.

EXHIBIT #10-- Copy of broadcast email taking sides in an open seat for State Representative. On information and belief, this is just one of the many instances, potentially thousands, of this publication of Empower Texans' position in these races at that time.

EXHIBIT #11-- Copies of broadcast emails taking positions for and against various measures on the 2011 statewide ballot for proposed constitutional amendments. On information and belief, these are just two of the many instances, potentially thousands, of this publication of Empower Texans' positions on these measures at that time.

EXHIBIT #12-- Copy of broadcast email conveying endorsement of a candidate for State Senate. On information and belief, this is just one of the many instances, potentially thousands, of this publication of Empower Texans' position in this race at that time.

EXHIBIT #13-- Copy of broadcast email conveying endorsement of four candidates for State Senate. On information and belief, this is just one of the many instances, potentially thousands, of this publication of Empower Texans' positions in these races at that time.

EXHIBIT 14—Copy of a broadcast email conveying Empower Texans’ endorsement of a candidate for Texas Supreme Court. On information and belief, this is just one of the many instances, potentially thousands, of this publication of Empower Texans’ position in this race at that time.

EXHIBIT 15—Copies of three broadcast emails by which Empower Texans solicited contributions”...to fund *independent* expenditure activities...” [emphasis added]. This language is jargon for political expenditures and may show that Empower Texans was acting on concert with others in making political expenditures documented in this complaint.

EXHIBIT 16-- Copies of eight articles conveying the endorsement of candidates for the Legislature posted on the Empower Texans’ website on December 7, 8, 9, 12, 13, 14, 15 and 16, 2011. On information and belief, these endorsement articles remained on the Empower Texans’ website as of the preparation of this complaint and may have been viewed by a large number of voters.

EXHIBIT 17—Copies of three broadcast emails from Empower Texans advertising the corporation’s endorsements of eight candidates for the Texas House of Representatives. On information and belief, these are just three of the many instances, potentially thousands, of these publications of Empower Texans’ positions in these races at that time.

EXHIBIT 18—Copy of undated letters sent into House District 98, House District 98 and House District 4 taking positions against three candidates for Texas House of Representatives. On information and belief, these letters were sent to “taxpayers” in those districts during September and December of 2011, and were sent into those districts in significant numbers.

EXHIBIT 19—Copy of a letter from the Texas Ethics Commission stating that Empower Texans (d.b.a. Texans for Fiscal Responsibility) has not filed any disclosures with the Texas Ethics Commission of the political expenditures and /or the contributions from which those expenditures were made. This failure includes any campaign finance report, including a report of direct campaign expenditures.

EXHIBIT 1

FILED
In the Office of the
Secretary of State of Texas

APR 14 2006

**CERTIFICATE OF FORMATION OF
EMPOWER TEXANS
A NONPROFIT CORPORATION**

Corporations Section

This certificate of formation is submitted for filing pursuant to the applicable provisions of the Texas Business Organizations Code.

Article I - Entity Name and Type

The name and type of filing entity being formed are: Empower Texans, a Texas nonprofit corporation (hereinafter "Corporation").

Article II - Purpose

The nonprofit Corporation is organized exclusively for educational purposes to benefit the social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986 (the "Code"), and the Texas Tax Code, Section 11.18. In particular the Corporation shall work for a more prosperous future for all Texans by informing the public regarding government spending and tax policy and empowering citizens to take action on these issues.

Article III - Restrictions and Limitations

Notwithstanding the foregoing or anything to the contrary herein, the Corporation may not:

- A. Engage in any activity or take any action prohibited by the applicable provisions of the Texas Business Organizations Code.
- B. Pay any dividend or distribute any part of the income of the Corporation to its members, if any, directors, if any, or officers. However, the Corporation may pay compensation in a reasonable amount to its members, directors, or officers for services rendered, may confer benefits upon its members in conformity with its purposes, provided such compensation and benefits are reasonable.
- C. Make loans to the Corporation's directors.
- D. Engage in any activities, except to an insubstantial degree, that are not in furtherance of the purpose or purposes of the Corporation.
- E. Conduct or carry on any activities not permitted to be conducted or carried on by an organization recognized under Section 501(c)(4) of the Internal Revenue Code and its regulations.
- F. Serve any private interest except if clearly incidental to the public benefit provided by the Corporation.
- G. Allow any of the Corporation's net earnings to inure to the benefit of the members, if any of the Corporation, or any private individual.

Article IV - Registered Office and Registered Agent

The initial registered agent is an individual resident of the state whose name is Tim Dunn. The business address of the initial registered agent and the initial registered office is: 303 West Wall St., Suite 1400, Midland, TX 79701.

Article V - Organizer

The name and address of the organizer is:

<u>Name</u>	<u>Address</u>
Tim Dunn	303 West Wall St., Suite 1400, Midland, TX 79701

Article VI - Governing Authority

Management of the affairs of the Corporation is to be vested in its board of directors. The number of initial directors shall be three (3). The number of directors shall be set by the bylaws of the Corporation as may be amended from time to time, provided that the number of directors may never be less than three. The names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
1. Tim Dunn	303 West Wall St., Suite 1400, Midland, Texas 79701
2. Lee Dunn	608 Solomon Lane, Suite 1400, Midland, Texas 79705
3. Luke Dunn	608 Solomon Lane, Midland, Texas 79705

Article VII - Organizational Structure

The Corporation will not have members.

Article VIII - Action Without a Meeting by Members, Directors or Committees

Any action required by the Texas Business Organizations Code to be taken at a meeting of the members or directors of the Corporation or any action that may be taken at a meeting of the members or directors or of any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of members, directors, or committee members as would be necessary to take that action at a meeting at which all of the members, directors, or members of the committee were present and voted.

Article IX - Indemnification

To the full extent permitted by the applicable provisions of Title 1, Chapter 8 of the Texas Business Organizations Code and other applicable law, the Corporation shall advance expenses to and indemnify any present and former directors, officers, employees, and agents of the Corporation and persons serving or formerly serving at the request of the Corporation as directors, officers, partners, venturers, proprietors, trustees, employees, agents or similar functionaries of another foreign or domestic corporation, employee benefit plan, other enterprise or entity against judgments, penalties (including excise and similar taxes), fines, settlements and reasonable expenses actually incurred by the person in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitral or investigative, any appeal in such action, suit or proceeding and any inquiry or investigation that could lead to such an action suit or proceeding, because the person is or was acting in one of the capacities set forth above.

Article X - Contracts or Transactions with Interested Directors, Officers and Members

This provision applies only to a contract or transaction between the Corporation and one or more of its directors or officers, or between the Corporation and an entity or other organization in which one or more of the Corporation's directors or officers is a managerial official or has a financial interest.

An otherwise valid contract or transaction is valid notwithstanding that a director, officer, or member of the Corporation is present at or participates in the meeting of the board of directors, of a committee of the board, or of the members that authorizes the contract or transaction, or votes to authorize the contract or transaction, if: (1) the material facts as to the relationship or interest and as to the contract or transaction are disclosed to or known by (a) the Corporation's board of directors, a committee of the board of directors, or the members, and the board, the committee, or the members in good faith and with ordinary care authorize the contract or transaction by the affirmative vote of the majority of the disinterested directors, committee members or members, regardless of whether the disinterested directors, committee members or members constitute a quorum; or (b) the members entitled to vote on the authorization of the contract or transaction, and the contract or transaction is specifically approved in good faith and with ordinary care by a vote of the members; or (2) the contract or transaction is fair to the Corporation when the contract or transaction is authorized, approved, or ratified by the board of directors, a committee of the board of directors, or the members. Common or interested directors or members of a Corporation may be included in determining the presence of a quorum at a meeting of the board, a committee of the board, or members that authorizes the contract or transaction.

Article XI - Distribution of Assets Upon Winding Up

After all liabilities and obligations of the Corporation in the process of winding up are paid, satisfied and discharged, the property of the Corporation shall be applied and distributed in accordance with section 22.034, Texas Business Organizations Code.

Article XII - Effective Date of Filing

This certificate of formation becomes effective when the document is filed by the secretary of state.

Article XIII - Execution

This document is signed subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: April 10, 2006

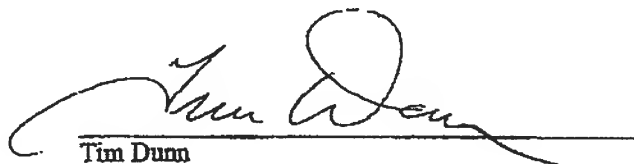

Tim Dunn

EXHIBIT 2

Form 990

OMB No. 1545-0047

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

2010

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

Open to Public Inspection

A For the 2010 calendar year, or tax year beginning 2010, and ending

B Check if applicable:
☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization **EMPOWER TEXANS**
 Doing Business As **TEXANS FOR FISCAL RESPONSIBILITY**
 Number and street (or P.O. box if mail is not delivered to street add) Room/suite
P.O. BOX 200248
 City, town or country State ZIP code + 4
AUSTIN TX 78720

D Employer Identification Number
20-4738399

E Telephone number
(512) 236-0201

G Gross receipts \$ **716,010.**

F Name and address of principal officer:
MICHAEL SULLIVAN P.O. BOX 200248 AUSTIN TX 78720

H(a) Is this a group return for affiliates? Yes ☐ No ☒
H(b) Are all affiliates included? Yes ☐ No ☒
 If "No," attach a list. (see instructions)

I Tax-exempt status ☒ 501(c)(3) ☒ 501(c)(4) (insert no.) 4947(a)(1) or 527

J Website: **WWW.EMPOWERTEXANS.COM**

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other

L Year of formation: **2006**

M State of legal domicile: **TX**

Part III Summary

1 Briefly describe the organization's mission or most significant activities: **EMPOWER TEXANS EDUCATES TEXANS ON ISSUES AND PROVIDES CITIZENS WITH A MECHANISM TO ENGAGE IN THE PUBLIC POLICY PROCESS.**

2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3 Number of voting members of the governing body (Part VI, line 1a) **3**

4 Number of independent voting members of the governing body (Part VI, line 1b) **4**

5 Total number of individuals employed in calendar year 2010 (Part V, line 2a) **5**

6 Total number of volunteers (estimate if necessary) **50**

7a Total unrelated business revenue from Part VIII, column (C), line 12 **0.**

b Net unrelated business taxable income from Form 990-T, line 34 **0.**

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h) ..	399,988.	710,295.
9 Program service revenue (Part VIII, line 2g) ..		28.
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) ..		5,687.
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) ..		716,010.
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) ..	399,988.	716,010.
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) ..		
14 Benefits paid to or for members (Part IX, column (A), line 4) ..		
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) ..	154,855.	102,935.
16a Professional fundraising fees (Part IX, column (A), line 11e) ..		
b Total fundraising expenses (Part IX, column (D), line 25) ..	14,607.	
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f) ..	215,392.	463,745.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) ..	370,247.	566,680.
19 Revenue less expenses. Subtract line 18 from line 12 ..	29,741.	149,330.
20 Total assets (Part X, line 16) ..	36,539.	185,869.
21 Total liabilities (Part X, line 26) ..		
22 Net assets or fund balances. Subtract line 21 from line 20 ..	36,539.	185,869.

Part IV Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer: *Michael Quinn Sullivan* Date: **8/13/2011**

Type or print name and title: **Michael Quinn Sullivan**

Print/Type preparer's name: **Peter L. Allman, CPA** Preparer's signature: *Peter L. Allman* Date: **8/13/2011**

Firm's name: **Allman and Associates**

Firm's address: **9600 Great Hills Trail, Suite 200 Austin**

Check ☒ if PTIN

May the IRS discuss this return with the preparer shown above? (see instructions)
BAA For Paperwork Reduction Act Notice, see the separate instructions

SCANNED AUG 25 2011

Part VI Governance, Management and Disclosure For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

☒**Section A. Governing Body and Management**

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year	1a	4
b Enter the number of voting members included in line 1a, above, who are independent	1b	3
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?	2	X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	X
6 Does the organization have members or stockholders?	6	X
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a	X
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b	X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	8a	X
b Each committee with authority to act on behalf of the governing body?	8b	X
9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O	9	X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Does the organization have local chapters, branches, or affiliates?	10a	X
b If 'Yes,' does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	10b	
11a Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	11a	X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a Does the organization have a written conflict of interest policy? If 'No,' go to line 13	12a	X
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done	12c	X
13 Does the organization have a written whistleblower policy?	13	X
14 Does the organization have a written document retention and destruction policy?	14	X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	15a	X
b Other officers or key employees of the organization	15b	X
If 'Yes' to line 15a or 15b, describe the process in Schedule O. (See instructions.)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	X
b If 'Yes,' has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed ▶
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request
- 19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization
 ▶ DANIEL GREER 4315 GUADALUPE ST., #206 AUSTIN TX 78751 (512) 236-0201

EXHIBIT 3

**Form 503
(Revised 01/06)**

Return in duplicate to:
 Secretary of State
 P.O. Box 13697
 Austin, TX 78711-3697
 512 463-5555
 FAX: 512 463-5709
Filing Fee: \$25

**Assumed Name Certificate**

This space reserved for office use.

FILED
 In the Office of the
 Secretary of State of Texas

NOV 07 2006

Corporations Section**Assumed Name**

The assumed name under which the business or professional service is, or is to be, conducted or rendered is: Texans for Fiscal Responsibility

Entity Information

The name of the entity filing the assumed name is:

Empower Texans

State the name of the entity as currently shown in the records of the secretary of state or on its certificate of formation, if not filed with the secretary of state.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|---|---|
| <input type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input checked="" type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Other | |

Specify type of entity if there is no check box applicable.

The file number, if any, issued to the filing entity by the secretary of state is: 800641703

The state, country, or other jurisdiction of formation is: Texas

The registered or similar office of the entity in the jurisdiction of formation is:

303 West Wall Street, Suite 1400, Midland, TX 79701

☒ The entity is required to maintain a registered office and agent in Texas. The address of its registered office in Texas and the name of the registered agent at such address is:
Tim Dunn, 303 West Wall Street, Suite 1400, Midland, TX 79701

The address of the principal office of the entity (if not the same as the registered office) is:

☐ The entity is not required to maintain a registered office and agent in Texas. Its office address in

in Texas is: _____

☐ The entity is not incorporated, organized or associated under the laws of Texas. The address of the principal place of business in this state is: _____

The office address of the entity is: 919 Congress, Suite 1135, Austin, TX 78701

Period of Duration

☒ The period during which the assumed name will be used is 10 years from the date of filing with the secretary of state.

OR

☐ The period during which the assumed name will be used is _____ years from the date of filing with the secretary of state (not to exceed 10 years).

OR

☐ The assumed name will be used until _____ (not to exceed 10 years).

mm/dd/yyyy

County or Counties in which Assumed Name Used

The county or counties where business or professional services are being or are to be conducted or rendered under the assumed name are:

☒ All counties

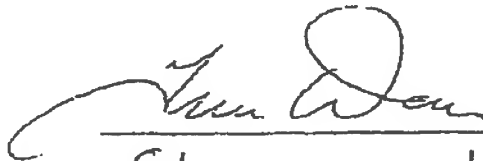
☐ All counties with the exception of the following counties: _____

☐ Only the following counties: _____

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. If the undersigned is acting in the capacity of an attorney in fact for the entity, the undersigned certifies that the entity has duly authorized the undersigned in writing to execute this document.

Date: 11/6/06



Chairman and Director

Signature and title of authorized person(s) (see instructions)

EXHIBIT 4

Form **990****Return of Organization Exempt From Income Tax**Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-0047

2010

Open to Public Inspection

Department of the Treasury
Internal Revenue Service**A** For the 2010 calendar year, or tax year beginning

, 2010, and ending

B Check if applicable:

- ☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization **EMPOWER TEXANS**Doing Business As **TEXANS FOR FISCAL RESPONSIBILITY**

Number and street (or P.O. box if mail is not delivered to street add)

Room/suite

P.O. BOX 200248

State ZIP code + 4

City, town or county

AUSTIN**TX 78720****D** Employer identification number**20-4738399****E** Telephone number**(512) 236-0201****G** Gross receipts \$ **716,010.****H(a)** Is this a group return for affiliates? ☐ Yes ☒ No**H(b)** Are all affiliates included? ☐ Yes ☒ No

If "No," attach a list. (see instructions)

I Tax-exempt status☐ 501(c)(3)☒ 501(c)(4)

(insert no.)

☐ 4947(e)(1) or☐ 527**J** Website: **WWW.EMPOWERTEXANS.COM****H(c)** Group exemption number ▶**K** Form of organization:☒ Corporation☐ Trust☐ Association☐ Other ▶**L** Year of formation: **2006****M** State of legal domicile: **TX****Part III Summary**

1 Briefly describe the organization's mission or most significant activities: **EMPOWER TEXANS EDUCATES TEXANS ON ISSUES AND PROVIDES CITIZENS WITH A MECHANISM TO ENGAGE IN THE PUBLIC POLICY PROCESS.**

2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3 Number of voting members of the governing body (Part VI, line 1a)	3	4
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	3
5 Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5	2
6 Total number of volunteers (estimate if necessary)	6	50
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
7b Net unrelated business taxable income from Form 990-T, line 34	7b	

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)	399,988.	710,295.
9 Program service revenue (Part VIII, line 2g)		
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		28.
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		5,687.
12 Total revenue — add lines 8 through 11 (must equal Part VIII, column (A), line 12)	399,988.	716,010.
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)		
14 Benefits paid to or for members (Part IX, column (A), line 4)		
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	154,855.	102,935.
16a Professional fundraising fees (Part IX, column (A), line 11e)		
b Total fundraising expenses (Part IX, column (D), line 25) ▶	14,607.	
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	215,392.	463,745.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	370,247.	566,680.
19 Revenue less expenses. Subtract line 18 from line 12	29,741.	149,330.
20 Total assets (Part X, line 16)	36,539.	185,869.
21 Total liabilities (Part X, line 26)		
22 Net assets or fund balances. Subtract line 21 from line 20	36,539.	185,869.

Part IV Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here Signature of officer *Michael Quinn Sullivan* Date **8/13/2011**
 Type or print name and title **Michael Quinn Sullivan**

Paid Preparer Use Only Print/Type preparer's name **Peter L. Allman, CPA** Preparer's signature *Peter L. Allman* Date **8/13/2011** Check ☒ if PTIN
 Firm's name **Allman and Associates**
 Firm's address **9600 Great Hills Trail, Suite 200, Austin**

May the IRS discuss this return with the preparer shown above? (see instructions)
BAA For Paperwork Reduction Act Notice, see the separate instructions

SCANNED AUG 25 2011

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A		X
2 Is the organization required to complete Schedule B, Schedule of Contributors? (see instructions)	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I	X	
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II		
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If 'Yes,' complete Schedule D, Part V		X
11 If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI		X
b Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII		X
c Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, XII, and XIII		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If 'Yes,' complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III		X
20a Did the organization operate one or more hospitals? If 'Yes,' complete Schedule H		X
b If 'Yes' to line 20a, did the organization attach its audited financial statements to this return? Note. Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)		

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1 a Federated campaigns	1 a				
	b Membership dues	1 b				
	c Fundraising events	1 c				
	d Related organizations	1 d				
	e Government grants (contributions)	1 e				
	f All other contributions, gifts, grants, and similar amounts not included above	1 f 710,295.				
	g Noncash contributions included in lns 1a-1f. \$					
h Total. Add lines 1a-1f			710,295.			
PROGRAM SERVICE REVENUE	Business Code					
	2 a					
	b					
	c					
	d					
	e					
	f All other program service revenue					
g Total. Add lines 2a-2f						
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)		28.	0.	0.	28.
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross Rents					
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory					
	b Less: cost or other basis and sales expenses					
	c Gain or (loss)					
	d Net gain or (loss)					
	8 a Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18					
	b Less: direct expenses					
	c Net income or (loss) from fundraising events					
	9 a Gross income from gaming activities See Part IV, line 19					
	b Less: direct expenses					
	c Net income or (loss) from gaming activities					
	10 a Gross sales of inventory, less returns and allowances					
	b Less: cost of goods sold					
	c Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code				
11 a MISCELLANEOUS		900099	5,687.	0.	0.	5,687.
b						
c						
d All other revenue						
e Total. Add lines 11a-11d			5,687.			
12 Total revenue. See instructions			716,010.	0.	-0.	-5,715.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21				
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	64,148.	51,318.	6,415.	6,415.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	31,517.	25,214.	3,152.	3,151.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	633.	506.	64.	63.
10 Payroll taxes	6,637.	5,309.	664.	664.
11 Fees for services (non-employees).				
a Management				
b Legal	8,500.	0.	8,500.	0.
c Accounting	1,600.	0.	1,600.	0.
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other	1,400.	1,400.	0.	0.
12 Advertising and promotion	314,014.	314,014.	0.	0.
13 Office expenses	24,720.	19,776.	2,472.	2,472.
14 Information technology	71,497.	71,497.	0.	0.
15 Royalties				
16 Occupancy	18,416.	14,732.	1,842.	1,842.
17 Travel	15,260.	15,260.	0.	0.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	8,338.	8,338.	0.	0.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24f. If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O.)				
a _____				
b _____				
c _____				
d _____				
e _____				
f All other expenses				
25 Total functional expenses. Add lines 1 through 24f	566,680.	527,364.	24,709.	14,607.
26 Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720). Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
ASSETS	1 Cash — non-interest-bearing	36,539.	1	185,869.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L.		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment. cost or other basis. Complete Part VI of Schedule D.	10a		
	b Less: accumulated depreciation	10b	10c	
	11 Investments — publicly traded securities		11	
	12 Investments — other securities. See Part IV, line 11		12	
	13 Investments — program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34).	36,539.	16	185,869.	
LIABILITIES	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D.		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L.		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities. Complete Part X of Schedule D.		25	
	26 Total liabilities. Add lines 17 through 25.	0.	26	0.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29 and lines 33 and 34.			
	27 Unrestricted net assets	36,539.	27	185,869.
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	36,539.	33	185,869.	
34 Total liabilities and net assets/fund balances	36,539.	34	185,869.	

BAA

Form 990 (2010)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	716,010.
2	Total expenses (must equal Part IX, column (A), line 25)	2	566,680.
3	Revenue less expenses Subtract line 2 from line 1	3	149,330.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	36,539.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	185,869.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?		X
b Were the organization's financial statements audited by an independent accountant?		X
c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		
d If 'Yes' to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both. <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

BAA

Form 990 (2010)

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF

OMB No. 1545-0047

2010

Name of the organization

EMPOWER TEXANS

Employer identification number

20-4738399

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- ☒ 501(c)(4) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☐ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

EMPOWER TEXANS

20-4738399

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	[REDACTED]	\$ 263,755.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	[REDACTED]	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	[REDACTED]	\$ 35,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	[REDACTED]	\$ 5,939.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	[REDACTED]	\$ 13,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	[REDACTED]	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

EMPOWER TEXANS

20-4738399

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	[REDACTED]	\$ 14,849.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	[REDACTED]	\$ 10,394.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	[REDACTED]	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
10	[REDACTED]	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
11	[REDACTED]	\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
12	[REDACTED]	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

EMPOWER TEXANS

20-4738399

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
13	[REDACTED]	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
14	[REDACTED]	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

EXHIBIT 5

TEXANS FOR FISCAL RESPONSIBILITY

Tim Dunn
Chairman

Michael Quinn Sullivan
President

July 8, 2010

Burt Solomons
P.O. Box 117284
Carrollton, Texas 75011

Dear Rep. Solomons,

As you might recall, we sent a letter last month regarding our endorsement process. By way of reminder, to be considered for endorsement by Texans for Fiscal Responsibility, the enclosed questionnaire needs to be signed and returned to us by fax or mail.

Texans for Fiscal Responsibility is the direct advocacy arm of Empower Texans. More than 60,000 voters in the Lone Star State work with and through us to advance the core values of individual liberty, free markets, and limited government.

As we consider making endorsements in the 2010 general election, I would ask you complete the enclosed questionnaire and return it to us by August 2.

If you or your staff has questions, please do not hesitate to contact me. Our main office number is (512) 236-0201, or my direct-line is (512) 850-4336. My e-mail address is msullivan@empowertexans.com.

Thank you, again, for being willing to serve the people of Texas in our Legislature.

Respectfully Yours,



Michael Quinn Sullivan
President

Encl: TFR 2010 Questionnaire

Form **990-EZ**Department of the Treasury
Internal Revenue Service**Short Form
Return of Organization Exempt From Income Tax**Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

► Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$1,000,000 and total assets less than \$2,500,000 at the end of the year may use this form.

► The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-1150

2008Open to Public
InspectionA For the 2008 calendar year, or tax year beginning **January 1**, 2008, and ending **December 31**, 20 **08**

B Check if applicable:

- ☐ Address change
☐ Name change
☐ Initial return
☐ Termination
☐ Amended return
☐ Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization

Empower Texans

Number and street (or P.O. box, if mail is not delivered to street address) Room/suite

P.O. Box 200248

City or town, state or country, and ZIP + 4

Austin, TX 78720

D Employer identification number

20 4738399

E Telephone number

(512) 236-0201

F Group Exemption Number

▶

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Accounting method: ☒ Cash ☐ Accrual
Other (specify) ▶I Website: ▶ **www.EmpowerTexans.com**H Check ☐ if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).J Organization type (check only one) — ☒ 501(c) (4) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527K Check ☐ if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$1,000,000 or more, file Form 990 instead of Form 990-EZ ▶ \$ **384,901****Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See the instructions for Part I.)

Revenue	1	Contributions, gifts, grants, and similar amounts received	1	384,901
	2	Program service revenue including government fees and contracts	2	0
	3	Membership dues and assessments	3	0
	4	Investment income	4	0
	5a	Gross amount from sale of assets other than inventory	5a	0
	b	Less: cost or other basis and sales expenses	5b	0
	c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a) (attach schedule)	5c	0
	6	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here <input type="checkbox"/>		
	a	Gross revenue (not including \$ 0 of contributions reported on line 1)	6a	0
b	Less: direct expenses other than fundraising expenses	6b	0	
c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c	0	
7a	Gross sales of inventory, less returns and allowances	7a	0	
b	Less: cost of goods sold	7b	0	
c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c	0	
8	Other revenue (describe ▶)	8	0	
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8	9	384,901	
Expenses	10	Grants and similar amounts paid (attach schedule)	10	0
	11	Benefits paid to or for members	11	0
	12	Salaries, other compensation, and employee benefits	12	153,872
	13	Professional fees and other payments to independent contractors	13	36,300
	14	Occupancy, rent, utilities, and maintenance	14	55,068
	15	Printing, publications, postage, and shipping	15	19,094
	16	Other expenses (describe ▶ Publicity/Outreach & Travel)	16	103,941
	17	Total expenses. Add lines 10 through 16	17	368,275
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)	18	16,626
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19	11,288
	20	Other changes in net assets or fund balances (attach explanation)	20	4,490
	21	Net assets or fund balances at end of year. Combine lines 18 through 20	21	6,798

Part II Balance Sheets. If total assets on line 25, column (B) are \$2,500,000 or more, file Form 990 instead of Form 990-EZ.

(See the instructions for Part II.)

Assets	22	Cash, savings, and investments	(A) Beginning of year	11,288	22	(B) End of year	6,798
	23	Land and buildings		0	23		0
	24	Other assets (describe ▶)		0	24		0
	25	Total assets		11,288	25		6,798
	26	Total liabilities (describe ▶)		0	26		0
	27	Net assets or fund balances (line 27 of column (B) must agree with line 21)		11,288	27		6,798

For Privacy Act and Paperwork Reduction Act Notice, see the instruction for Form 990.

Cat. No 108421

Form 990-EZ (2008)

65 19

Form **990-EZ**Department of the Treasury
Internal Revenue Service**Short Form
Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

► Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.

► The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-1150

2009**Open to Public
Inspection**

A For the 2009 calendar year, or tax year beginning January 1, 2009, and ending December 31, 2009

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	C Name of organization Empower Texans		D Employer identification number 20 4738399
		Number and street (or P.O. box, if mail is not delivered to street address) Room/suite		E Telephone number 512-236-0201
		P.O. Box 200248		F Group Exemption Number ►
		City or town, state or country, and ZIP + 4 Austin, TX 78720		

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Accounting Method: ☐ Cash ☐ Accrual
Other (specify) ►

I Website: ► www.EmpowerTexans.com**J** Tax-exempt status (check only one) — ☒ 501(c) (4) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

H Check ☐ if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).

K Check ☐ if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts. If \$500,000 or more, file Form 990 instead of Form 990-EZ. ► \$**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)**

Revenue	1 Contributions, gifts, grants, and similar amounts received	1	399,988
	2 Program service revenue including government fees and contracts	2	0
	3 Membership dues and assessments	3	0
	4 Investment income	4	0
	5a Gross amount from sale of assets other than inventory 5a 0		
	b Less: cost or other basis and sales expenses 5b 0		
	c Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a) 5c 0		
	6 Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here <input type="checkbox"/>		
	a Gross revenue (not including \$ 0 of contributions reported on line 1) 6a 0		
	b Less: direct expenses other than fundraising expenses 6b 0		
c Net income or (loss) from special events and activities (Subtract line 6b from line 6a) 6c 0			
7a Gross sales of inventory, less returns and allowances 7a 0			
b Less: cost of goods sold 7b 0			
c Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a) 7c 0			
8 Other revenue (describe:) 8 0			
9 Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 9 399,988			
Expenses	10 Grants and similar amounts paid (attach schedule) 10 0		
	11 Benefits paid to or for members 11 0		
	12 Salaries, other compensation, and employee benefits 12 154,855		
	13 Professional fees and other payments to independent contractors 13 21,809		
	14 Occupancy, rent, utilities, and maintenance 14 51,279		
	15 Printing, publications, postage, and shipping 15 42,290		
	16 Other expenses (describe: Publicity/Outreach and Travel) 16 100,014		
17 Total expenses. Add lines 10 through 16 17 365,147			
Net Assets	18 Excess or (deficit) for the year (Subtract line 17 from line 9) 18 29,741		
	19 Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return) 19 6,798		
	20 Other changes in net assets or fund balances (attach explanation) 20		
	21 Net assets or fund balances at end of year. Combine lines 18 through 20 21 36539		

Part II Balance Sheets. If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ.

(See the instructions for Part II.)

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	6,798	36,539
23 Land and buildings	0	0
24 Other assets (describe:)	0	0
25 Total assets	6,798	36,539
26 Total liabilities (describe:)	0	0
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	6,798	36,539

Expenses

(Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others.)

28	Empower Texans educates Texans on several issues and provides citizens with a mechanism to engage in the public policy process.	(Grants \$) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	28a	55,825
29	Empower Texans staff traveled Texas extensively in 2009, addressing more than 250 audiences of varying sizes. These speeches centered around the fiscal policy at the state level.	(Grants \$) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	29a	44,189
30	Empower Texans used mail and handed out informative flyers to communicate issues to and members Texans during the session.	(Grants \$) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	30a	42,290
31	Other program services (attach schedule)	(Grants \$) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	31a	
32	Total program service expenses (add lines 28a through 31a) ▶		32	

List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated. (See the instructions for Part IV.)

[illegible]

EXHIBIT 6

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Tweet-less (updated)

Posted on **July 19, 2011** by [empowertexans](#)

Without warning or notification, social media mini-blog site Twitter on Monday simultaneously “suspended” the main Empower Texans feed along with the personal accounts of all staff.

It is unsettling, to say the least, given the way the entity sells itself as a great equalizer for personal and public discourse.

The Empower Texans team has never knowingly violated Twitter [Rules](#), and have yet to receive any official notice or clarification of the action. Furthermore, a simple examination of our accounts clearly shows the Empower Texans team have not run afoul of Twitter’s guidelines.

Twitter, which offers no phone numbers or the ability to appeal a decision directly, has been notified through [their](#) process of this issue, and the necessary appeals have been submitted online. But, again, we have received no information from Twitter.

Of course, [Empower Texans is going strong on Facebook](#). We have more than 18,700 friends on our main page – making us the largest independent, Texas-based policy/political group operating there with a vibrant community and on-going dialogue. (Our Facebook reach is also bigger than the state’s various news organizations!)

While the Empower Texans team members engage in political conversations and advocacy using the Twitter medium, they certainly do not use the medium to sell particular products or to generate spam. Empower Texans uses the Twitter medium in good faith to engage and actively contribute to the social media/networking experience. We talk about political ideas, Texas issues, as well as topics of personal interests from Aggie football to UT baseball, families and vacations to history and pop-culture.

Individual Twitter accounts are suspended everyday for a litany of reasons only to be reinstated after a quick review. The fact that an organizational feed, along with the personal accounts of all those associated with the organization, were suspended at the same time is odd and raises concern. Even more so that they were suspended with no notice or warning.

What is certainly more unsettling is the effect this action could have on the greater “social media” experience in regard to political discourse.

If this series of unfounded suspensions prove to be the result of a political prank, Twitter’s automated system — confounded by the byzantine nature of its appeals process — has proven highly susceptible to those wishing to manipulate it.

UPDATE: On Wednesday afternoon, Empower Texans / Texans for Fiscal Responsibility president Michael Quinn Sullivan received a vaguely worded auto-response-style message suggesting the suspension was due to unspecified violations of Twitter policies. However, we aren’t aware of any regular Twitter activities (tweeting, re-tweeting, etc) that we engaged in that in any way violate Twitter rules.



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EXHIBIT 7

GENERAL-PURPOSE COMMITTEE CAMPAIGN FINANCE REPORT

FORM GPAC COVER SHEET PG 1

The GPAC INSTRUCTION GUIDE explains how to complete this form.		1 ACCOUNT # (Ethics Commission filers) 00061927		2 PAGE # 1 of 4	
3 COMMITTEE NAME Empower Texans PAC				OFFICE USE ONLY	
4 COMMITTEE ADDRESS <input type="checkbox"/> Change of Address ADDRESS / PO BOX; APT / SUITE #; CITY; STATE; ZIP CODE PO Box 200248 Austin, TX 78720				Date Received	
				Date Hand-delivered or Date Postmarked	
5 CAMPAIGN TREASURER NAME		MS / MRS / MR FIRST MI NICKNAME LAST SUFFIX Michael Sullivan		Receipt # Amount	
				Date Processed	
				Date Imaged	
6 CAMPAIGN TREASURER'S STREET ADDRESS (Residence or business)		STREET ADDRESS (NO PO BOX PLEASE); APT / SUITE #; CITY; STATE; ZIP CODE PO Box 200248 Austin, TX 78720			
7 CAMPAIGN TREASURER'S MAILING ADDRESS <input type="checkbox"/> Change of Address		STREET OR PO BOX; APT/SUITE#; CITY; STATE; ZIP CODE PO Box 200248 Austin, TX 78720			
8 CAMPAIGN TREASURER PHONE		AREA CODE PHONE NUMBER EXTENSION (512) 236-0201			
9 REPORT TYPE		<input checked="" type="checkbox"/> January 15 <input type="checkbox"/> 30th day before election <input type="checkbox"/> Dissolution (attach PAC-DR) <input type="checkbox"/> July 15 <input type="checkbox"/> 8th day before election <input type="checkbox"/> 10th day after campaign treasurer termination <input type="checkbox"/> Runoff			
10 PERIOD COVERED		Month Day Year THROUGH Month Day Year 07/01/2011 12/31/2011			
11 ELECTION		ELECTION DATE ELECTION TYPE Month Day Year <input type="checkbox"/> Primary <input type="checkbox"/> Runoff <input type="checkbox"/> General <input type="checkbox"/> Special			

GO TO PAGE 2

GENERAL-PURPOSE COMMITTEE REPORT: PURPOSE AND TOTALS

FORM GPAC COVER SHEET PG 2

12 COMMITTEE NAME		Empower Texans PAC		ACCOUNT # 00061927		
13 COMMITTEE ACTIVITY (Attach lists on plain paper to complete this report if necessary.)	1. Candidates (identify by name or, if applicable, classify by party)	A. Supported				
		B. Opposed				
		2. Measures (describe by date and location of election and nature of issue)	A. Supported			
			B. Opposed			
	3. Officeholders Assisted (identify by name or, if applicable, classify by party)					
	14 CONTRIBUTION TOTALS	1. TOTAL POLITICAL CONTRIBUTIONS OF \$50 OR LESS (OTHER THAN PLEDGES, LOANS, OR GUARANTEES OF LOANS), UNLESS ITEMIZED (OR \$100 OR LESS IF QUALIFIED FOR HIGHER THRESHOLD)		\$	0.00	
<input checked="" type="checkbox"/> Check here if this report qualifies for the higher itemization threshold.						
EXPENDITURE TOTALS	2. TOTAL POLITICAL CONTRIBUTIONS (OTHER THAN PLEDGES, LOANS, OR GUARANTEES OF LOANS)		\$	350.00		
	3. TOTAL POLITICAL EXPENDITURES OF \$100 OR LESS, UNLESS ITEMIZED		\$	0.00		
CONTRIBUTION BALANCE	4. TOTAL POLITICAL EXPENDITURES		\$	0.00		
	5. TOTAL POLITICAL CONTRIBUTIONS MAINTAINED AS OF THE LAST DAY OF THE REPORTING PERIOD		\$	4,283.28		
OUTSTANDING LOAN TOTALS	6. TOTAL PRINCIPAL AMOUNT OF ALL OUTSTANDING LOANS AS OF THE LAST DAY OF THE REPORTING PERIOD		\$	0.00		
15 AFFIDAVIT <div style="text-align: right; margin-right: 100px;"> I swear, or affirm, under penalty of perjury, that the accompanying report is true and correct and includes all information required to be reported by me under Title 15, Election Code. </div> <div style="text-align: right; margin-right: 100px; margin-top: 20px;"> Michael Quinn Sullivan _____ Signature of Campaign Treasurer </div> <div style="margin-top: 20px;"> AFFIX NOTARY STAMP / SEAL ABOVE Sworn to and subscribed before me, by the said _____, this the _____ day of _____, 20_____, to certify which, witness my hand and seal of office. </div> <div style="margin-top: 20px; display: flex; justify-content: space-between;"> <div>Signature of officer administering oath</div> <div>Printed name of officer administering oath</div> <div>Title of officer administering oath</div> </div>						

EXHIBIT 8

Allison Billodeau

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Wednesday, July 20, 2011 3:16 PM
To: Cindy Burkett
Subject: Straus challenge, failing Republicans, local boondoggles

EMPOWERTEXANS

July 20, 2011

Empower Texans Foundation | Texans for Fiscal Responsibility | Empower Texans PAC

QUOTING... "Eternal vigilance by the people is the price of liberty, and that you must pay the price if you wish to secure the blessing. It behooves you, therefore, to be watchful in your States as well as in the Federal Government." -- Andrew Jackson

Good afternoon Cindy,

With summer heating up, so are the boondoggles proposed by elected officials around the state. And the political news.

Is the Speaker Team Targeting Republican James White?

When the Texas House approved new district maps this spring, they paired two lieutenants of House Speaker Joe Straus: Allen Ritter of Nederland and Mike "Tuffy" Hamilton of Mauriceville. Now comes word that Mr. Hamilton is moving a county over so he can challenge conservative James White.

You will recall that Mr. White, an African-American retired Army officer, defeated an incumbent Democrat closely tied to Speaker Straus in November 2010.

As Dustin Matocha notes today, Mr. Ritter failed the Fiscal Responsibility Index (see below), while Mr. Hamilton scored a passing C+. Mr. White, on the other hand, earned the Taxpayer Champion Award for his strong fiscal record.

Tweet-Less

Those of you who follow the various Empower Texans / Texans for Fiscal Responsibility staff on the social-media site Twitter may have noticed we suddenly went silent Monday afternoon. It wasn't by choice. The California-based company suddenly and without notice or explanation suspended the main Empower Texans feed and the accounts for all of our staff.

No one on the Empower Texans team has violated (knowingly, anyway!) Twitter's rules or terms of service. Yes, individual Twitter accounts are erroneously suspended everyday for a litany of reasons, only to be reinstated after a quick review. The fact that an organizational feed, along with the personal accounts of all those associated with the organization, were suspended at the same time is odd and raises concern. Even more so that all of these accounts were suspended with no notice, warning or explanation.

Bryan Shufelt

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Wednesday, July 20, 2011 3:16 PM
To: Bryan Shufelt
Subject: Straus challenge, failing Republicans, local boondoggles

EMPOWERTEXANS

July 20, 2011

Empower Texans Foundation | Texans for Fiscal Responsibility | Empower Texans PAC

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EXHIBIT 9

Allison Billodeau

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Sunday, August 14, 2011 3:05 PM
To: Cindy Burkett
Subject: College football, Obama and bullies

EMPOWERTEXANS

August 14, 2011

[Empower Texans Foundation](#) | [Texans for Fiscal Responsibility](#) | [Empower Texans PAC](#)

QUOTING... "They have the usual socialist disease; they have run out of other people's money."

-- Margaret Thatcher



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...Round Up...

"D" is for Dereliction of Duty

By Andrew Kerr

Fifteen Republican state representatives dismissed fiscally conservative principles, instead opting for a more "balanced" (read "big-government") approach to public policy including increased regulation, dismissal of property rights, and a disregard of commonsense fiscal responsibility.

Growing Government With Gambling

by Dustin Matocha

A Republican committee chairman appointed by Speaker Joe Straus recently told a group of casino executives and racetrack owners he wants the state to "roll the dice" on gambling.

Making A Point

by Michele Samuelson

If we listen to the keening cries of educrats and liberals everywhere, we would be convinced that kids in Texas are going to school shoeless, likely to contract polio because they didn't get their shots, and will

Good afternoon, Cindy,

Hotter than the weather outside has been the heat generated Texas' political and policy circles this week. And if President Obama and his cronies have their way, it'll soon be a lot hotter in the Lone Star State.

have to write their lessons with blood because they don't have pencils. The news coming out of Houston from last weekend is certainly being spun that way - but the truth is much different.

But instead of focusing on issues affecting your wallet, the Texas legislature is worried about football schedules.

Flagging Higher-Ed Hypocrisy

Legislative hypocrisy on higher education was on full display this week. For months, questions about college affordability, accessibility and transparency are decried by legislators as "micro-management," but legislators have reversed themselves by scheduling a hearing for Tuesday about Texas A&M's possible move to the SEC.

State Rep. Dan Branch (R-Highland Park) announced suddenly that the House Committee on Higher Education, which he chairs, would move quickly to investigate A&M's possible athletic move. (The legislature has never moved that fast on looking at skyrocketing tuition or university productivity.)

Rather than micro-managing football schedules, the Texas Legislature should focus instead on moving the ball forward on substantive policy reforms that would improve affordability and accessibility.

Obama's War On Texas

Barack Obama's operatives are ratcheting up their war on Texas. His use of federal policy against the Lone Star State is as unprecedented as it is destructive.

Earlier this summer, the US Fish and Wildlife Department announced their decisions to seek protection for the "dunes sagebrush lizard." This lizard is a subspecies of the "common" reptile found in the western US. Seems like it's hard to be both endangered and common... Either way, the effect would be shutting down Texas' oil and gas industry.

Meanwhile, with Texans sweltering under a month-straight of triple-digit highs, and the electric-production grid straining to meet demand, the Environmental Protection Agency could well be putting Texas lives in danger. They propose to force coal-fired power generators to unrealistically cut emissions by early January.

According to the state's electric grid supervisors, the action could cause the state to "face a shortage of generation necessary to keep the lights on."

Is it 2012 yet?

Schoolyard Bullies

With the new school year beginning shortly, it's a good time to review what we have learned since the spring about schoolyard bullies. You know the kind: they usually spend their days in the administration building. We were reminded during the legislative session that the way to defeat a bully is to stand up to them, call their bluff, and even punch back.

This spring we saw administrators threatening to fire teachers, hike local taxes and bluster about their importance, all in a trying to force the legislature to irresponsibly spend dollars that weren't available. As it is, Texas now spends 60 percent of all state tax dollars on public education, and is spending more than ever before.

In the Austin school district, the teaching positions publically cut for 'budget reasons' are being quietly rehired, and then some. A Luling school administrator has been placed because of misuse of school credit cards, while the El Paso superintendent was arrested recently by the FBI on corruption charges.

With only half of every education dollar making to the classroom, taxpayers and parents now changes need to be made, not just more money spent. Blustering administrative bullies, with their legions of sycophants, aides, associations and lobbyists, are a prime place to start cutting in the much-needed effort to protect the classroom and Texas' economy.

Improving The Texas Senate

Whatever problems exist in the Texas House, the Senate has been historically worse; it's where good ideas die and bad ideas get new life. Cheerful news from the Metroplex raises the possibility that we can see some serious improvement in the "upper" chamber of the Legislature.

Conservative hero State Rep. Kelly Hancock (R-North Richland Hills) recently announced he is going to challenge liberal Sen. Wendy Davis in the general election, while taxpayer champion State Rep. Rodney Anderson is reported to be readying a challenge to trial lawyer Republican State Sen. Chris Harris in the March primary.

While there have been signs of in the Texas Senate, only eight to a dozen (of 31) senators can be counted on as reliably conservative. Adding commonsense heavy hitters like Mr. Hancock and Mr. Anderson in 2012 will be a benefit for Texas' taxpayers.

But that will only happen if conservatives work extra hard, starting yesterday!

For Texas,
Michael Quinn Sullivan
& the EmpowerTexans.com Team

ON TWITTER? WE ARE, TOO!

Michael Quinn Sullivan < Andrew Kerr < Dustin Matocha < Nathan Ofc < Michele Samuelson

Empower Texans / Texans for Fiscal Responsibility

PO Box 200248, Austin, TX 78720

(512) 236-0201

EXHIBIT 10

From: "Michael Quinn Sullivan" <letters@empowertexans.com>
Subject: **Tax-hikers and lame-ducks**
Date: September 8, 2011 2:15:14 PM CDT
To: _____

EMPOWERTEXANS

September 8, 2011

[Empower Texans Foundation](#) | [Texans for Fiscal Responsibility](#) | [Empower Texans PAC](#)

QUOTING... "Eternal vigilance by the people is the price of liberty, and that you must pay the price if you wish to secure the blessing." —
Andrew Jackson

Bill, how do you feel about the possibility that Texas' next governor and lieutenant governor might be appointed by a lame-duck state senate? It's more possible than you might want to believe...

Records On Display In New 106

Texans for Fiscal Responsibility's executive director, Andrew Kerr, kicks off the first in a series of articles giving the low-down on the match-ups in Texas' legislative races.

Denton County's new HD 106 open-seat race features a Republican primary putting a tax-hiker against a tax-cutter. The tax hiker is Amber Fulton, who lost her re-election bid to the Lewisville ISD school board after pushing for the power to raise taxes without voter approval. Fulton has been endorsed by two Fort Worth-area legislators, including Rep. Charlie Geren, a close confidant to House Speaker Joe Straus of San Antonio.

The tax-cutter is Frisco Mayor Pro Tem Pat Fallon, who has opposed tax hikes and fought debt-increases. Fallon is a small business owner with ties to the conservative movement. On the Frisco city council, Fallon pushed for greater transparency and more responsible budgeting.

Voters in HD106 will be able to compare their records and see which candidates have been fighting for them, and against them.

Unelected Leaders?

With Rick Perry's presidential bid gaining steam, and David Dewhurst in the race for the US Senate, we could find both men resigning their current offices in late 2012. While not a constitutional crisis, such a scenario creates a leadership conundrum for Texans to thoughtfully consider.

Our state's constitution provides for an orderly transition of power when vacancies occur in the top offices. If the governor resigns his office, the lieutenant governor -- elected statewide, separately from the governor -- moves into the governor's mansion. The senate then picks from among their own a new lieutenant governor.

In the legislatively proscribed order of gubernatorial succession, the president pro tempore of the Senate, Speaker of the House, the Attorney General and the chief judges of the Court of Appeals are all in line to be governor if those proceeding in order were simultaneously unable to serve. Even then, a new lite-guv is picked by the senate.

What's most likely is that Mr. Perry and Mr. Dewhurst would stagger their resignations. In that case, the Senate would end up appointing *both* the new governor *and* the new lieutenant governor. Voters might end up paying a little more attention to the senatorial "club" than in the past; unfortunately, by then it'll be too late.

We must begin asking senators tough questions now about ascension to the state's highest offices.

Lame-Duck Pick

You see, the senate doing the picking for the new governor and lieutenant governor won't be elected in 2012 and seated in 2013, it will most likely be the current senators. Worse, it will be a lame-duck senate with members who didn't seek re-election or were defeated in the 2012 cycle.

The senate is currently composed of 19 Republicans to 12 Democrats. In practice, it's more like a half-dozen conservatives, a few quasi-conservatives and 19 or more moderates and liberals. Gerrymandering, incumbency power and voter apathy have conspired to ensure the state senate looks less like Texas, ideologically, than one might presume.



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TEXAS FIRES

As devastating wildfires continue to ravage much of Texas, our thoughts and prayers are with those affected and the firefighters seeking to contain the damage. If you're interested in ways that you can help, please visit the [Red Cross website](#).

Speakers Bureau

We have addressed hundreds of clubs and organizations around the state, and look forward to visiting yours! Our speakers are happy to come to your civic club, political organization and neighborhood group.

From The Guys @ AgendaWise...

Life-Long Liberal Runs "Honest Texans" website

Leaving Office, Did Democrat Jim Dunham Break Purchasing Rules?

Given the peculiar voting blocs and deal-swapping in the state's senate, the governor and lieutenant governor could well be a moderate Republican or Democrat. And don't think lobbyists and Capitol insiders aren't giddy about the prospect of influencing the selection of a new state leadership more beholden to them than Texas' taxpayers.

Get Them On The Record

Thanks to redistricting, every senator will be on the ballot in 2012. Waiting until after the November election to ask them about these critical state leadership decisions will be too late. Make the senators go on the record before getting your support; make them describe how they will vote and publicly commit to picking a sound conservative.

Every one of us should demand to know, and soon, if our senator plans to let chamber comity and special interests trump the conservative conscience of the Texas majority.

Be Engaged!

It remains just as true today as when Andrew Jackson first said it, that the price of liberty remains eternal vigilance by the citizens, and that self-government requires our full participation.

For Texas,
Michael Quinn Sullivan
& the EmpowerTexans.com Team

ON TWITTER? WE ARE, TOO!

[Michael Quinn Sullivan](#) < [Andrew Kerr](#) < [Dustin Matocha](#) < [Nathan Ofe](#) < [Michele Samuelson](#)

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EXHIBIT 11

Emily Eppright

Subject: Texas constitutional amendment election

From: Michael Quinn Sullivan [mailto:letters@empowertexans.com]

Sent: Sunday, October 09, 2011 3:11 PM

To: Lyle Larson

Subject: Texas constitutional amendment election

EMPOWERTEXANS

October 9, 2011

[Empower Texans Foundation](#) | [Texans for Fiscal Responsibility](#) | [Empower Texans PAC](#)

QUOTE: "Texas is the finest portion of the globe that has blessed my vision."
Sam Houston

Texans are going to polls in less than a month, Lyle, to consider 10 propositions amending the state's constitution. The amendments cover everything from water debt to veterans' property taxes.



Friend us on [Facebook!](#)



Follow us on [Twitter!](#)

You can find our complete listing of the amendments, our take and recommendation, by visiting our website. There, you can also find a handy sample ballot noting our recommended positions.

The Bad

The worst of the amendments are Propositions 2, 3, 4 and 6.

Propositions 2 and 3 would set in place permanent debt – allowing government agencies to issue bonds over and over without ever having to approach the citizens again for a vote. That's an incredibly irresponsible way for government to treat debt.

Proposition 4, meanwhile, would open the door to Texas' counties taking private property for the same kind of "economic development" reasons that has sparked so much outrage in cities across the country. We should be curtailing the ability of government to take private property, not increasing it.

Meanwhile, Proposition 7 would allow an El Paso County entity to start levying property taxes. We should be moving away from property taxes, not getting more governments hooked on them.

Finally, Proposition 6 would endanger the long-term viability of the state's Permanent School Fund. It would allow a larger portion of the fund to be tapped for expenditure in the short-term, meaning fewer dollars would be available to grow the corpus and keep the fund viable into the future.



Get more information about the Nov. 8 constitutional amendment election and download our sample ballot.

Neutral

We are neutral on Propositions 8, 9 and 10, but do offer a summary on our website of what supporters and opponents are saying about them.

The Good

Finally, we are supporting Propositions 1 and 5.

Proposition 1 would recognize the sacrifice made by our 100% disabled veterans by granting a property tax exemption to them and their surviving spouses. The fine men and women who serve our nation by defending our liberties, and then find themselves fully disabled as a result, all too often find federal services difficult to access. Providing some property tax relief through Proposition 1 can at least allow Texas to step in where Uncle Sam too often has failed.

Proposition 5 will allow cities and counties to enter into cost-savings interlocal agreements of a year or longer without having to classify them as expenses if they are not. In the past, such agreements had been counted as debt and have a portion of their tax revenues set aside to cover it. But for those agreements that result in cost-savings, the old state of the law got in the way.

Hopefully, Proposition 5 will result in more local government seeking sensible agreements that save money and improve services.

All of us at Texans for Fiscal Responsibility encourage you to utilize the resources of various organizations to study these propositions and their impact on the Lone Star State. And, most importantly, we encourage you to participate in the Nov. 8 constitutional amendment election.

For Texas,

Michael Quinn Sullivan

& the EmpowerTexans.com Team

ON TWITTER? WE ARE, TOO!

[Michael Quinn Sullivan](#) < [Andrew Kerr](#) < [Dustin Matocha](#) < [Nathan Ofé](#) < [Michele Samuelson](#)

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This message was sent to Lyle.Larson@house.state.tx.us.

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Bonnie L. Bruce

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Sunday, October 09, 2011 3:11 PM
To: Bonnie L. Bruce
Subject: Texas constitutional amendment election

EMPOWERTEXANS

October 9, 2011

[Empower Texans Foundation](#) | [Texans for Fiscal Responsibility](#) | [Empower Texans PAC](#)

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For Texas,

Michael Quinn Sullivan

& the EmpowerTexans.com Team

ON TWITTER? WE ARE, TOO!

[Michael Quinn Sullivan](#) ◇ [Andrew Kerr](#) ◇ [Dustin Matocha](#) ◇ [Nathan Ofe](#) ◇ [Michele Samuelson](#)

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PO Box 200248, Austin, TX 78720

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This message was sent to Bonnie.Bruce@house.state.tx.us.

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EXHIBIT 12

Araminta Everton

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Wednesday, October 12, 2011 3:10 PM
To: Araminta Everton
Subject: TFR announces first 2012 endorsement

EMPOWERTEXANS

October 12, 2011

[Empower Texans Foundation](#) | [Texans for Fiscal Responsibility](#) | [Empower Texans PAC](#)

QUOTING... "We who live in free market societies believe that growth, prosperity and ultimately human fulfillment, are created from the bottom up, not the government down."

— Ronald Reagan

Good afternoon, Araminta,



Friend us on [Facebook!](#)



Follow us on [Twitter!](#)

As you know, we've written extensively about the problems with the Texas Senate. It has generally been where good ideas die and bad ideas get new life. Reforming the Texas Senate should be a top priority for conservative voters.

Over the next several weeks, we will begin issuing endorsements in the Texas Senate and House races.

Along those lines, today we announced our very first endorsement of the 2012 election season: Ken Paxton in the race for the State Senate District 8 seat. (The senate seat is open following the announcement by incumbent Sen. Florence Shapiro that she will not seek reelection in 2012.)

In Ken Paxton, voters have a rare candidate who has cast politically courageous votes that have earned him the trust, respect and support of hard-working Texas taxpayers. We are incredibly excited about his candidacy and the impact he can have in the Texas Senate. ([Learn more about his candidacy at his website.](#))

Whether it has been on taxes or transparency, spending restraint or tort reform, Ken Paxton has been a consistent conservative champion for Texans. Just as he stood strongly against imposition of the state's complicated and inefficient business tax, Mr. Paxton lead the charge for ground-breaking transparency program that has opened up state government's books to all Texans.

Mr. Paxton has served in the Texas House since 2003. As you know, he has been a consistent leader on conservative causes, and has been at the top of the Fiscal Responsibility Index since we began issuing it.

We don't need any folks looking to perpetuate the [senatorial club](#), or defend the status quo in the Texas House. Voters are looking for lawmakers willing to fight for conservative values that will strengthen the Lone Star State.

EXHIBIT 13

Matthew Miller

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Friday, October 21, 2011 10:16 AM
To: Matthew Miller
Subject: Looting the taxpayers

EMPOWERTEXANS

October 21, 2011

[Empower Texans Foundation](#) | [Texans for Fiscal Responsibility](#) | [Empower Texans PAC](#)

QUOTING... "Texas has yet to learn submission to any oppression, come from what source it may."

-- *Sam Houston*



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Follow us on [Twitter!](#)

Support TFR!

Our work is made possible only through the generous support of friends like you. Please consider making a monthly or one-time contribution of \$5, \$10 or \$25 to fund independent expenditure activities that promote conservative leadership in the Lone Star State!

TFR 2012 Senate Endorsements

Ken Paxton

SD8 - open-seat

Larry Taylor

SD11 - open-seat

Kelly Hancock

SD10 - incumbent-held

Charles Schwertner

SD5 - open-seat

New Reports From

Jeff Judson of the Heartland Institute says the proposal “makes no economic sense.” But then, when did "economic sense" apply to governmental bodies and the taxpayers' money?

Endorsements And Districts

We've begun issuing endorsements for the 2012 election cycle (see the box on the right). The first round focuses on folks with strong records running for the state senate, challenging incumbents or running in open seats. We rely on our Fiscal Responsibility Index as a guide to those decisions.

While the state senate district maps got the go-ahead from the US Justice Department, our state house districts remain in federal-court limbo, probably until early November. Even a couple slight changes will have rippling effects around the state, affecting who can and cannot run. Stay-tuned!

As always, our endorsement is about the strength of the candidate, not a slight on any opponent. We also strongly encourage folks to also consider the legislative ratings and endorsements of other organizations when deciding how to vote at the ballot box.

For Texas!

Michael Quinn Sullivan

& the EmpowerTexans.com Team

ON TWITTER? WE ARE, TOO!

[Michael Quinn Sullivan](#) < [Andrew Kerr](#) < [Dustin Matocha](#) < [Nathan Ofc](#) < [Michele Samuelson](#)

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EXHIBIT 14

From: "Michael Quinn Sullivan" <letters@empowertexans.com>
Subject: **Empower Texans endorses Don Willett for Texas Supreme Court**
Date: October 28, 2011 10:33:04 AM CDT
To: _____

EMPOWERTEXANS

October 28, 2011

While many voters focus on legislative and executive races, the judiciary — particularly the Supreme Court of Texas — wields profound influence over the State's economy and the lives of 25 million Texans. We are today announcing our first judicial endorsement for 2012, encouraging voters to re-elect Justice Don Willett to the Texas Supreme Court.

Justice Don Willett has forged a sterling conservative record, honoring the rule of law and never legislating from the bench. Justice Willett is regarded as the most conservative member of our Supreme Court, and his judicial philosophy has been hailed nationally as the judicial antidote to ObamaCare.

Justice Willett grew up in a doublewide trailer in Talty, Texas, raised by a single mom who waited tables at the local truck stop. The first of his family to attend college, he was appointed to the Supreme Court in 2005 to fill an unexpired term. He was elected to his first full term in November 2006. Before joining the Supreme Court, he served as Deputy Texas Attorney General and chief legal counsel to Texas Attorney General Greg Abbott.

Don Willett is a proven and resolute strict-constructionist who has worked diligently to advance individual liberty, promote personal responsibility, and protect property rights. All Texans who prize liberty and a conservative judiciary should fight to keep Justice Don Willett on the Texas Supreme Court!

For Texas!
Michael Quinn Sullivan
& the EmpowerTexans.com Team

Empower Texans / Texans for Fiscal Responsibility
PO Box 200248, Austin, TX 78720
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EXHIBIT 15

Bonnie L. Bruce

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Sunday, November 06, 2011 3:04 PM
To: Bonnie L. Bruce
Subject: Straus pits GOP against taxpayers

EMPOWERTEXANS

November 6, 2011

[Empower Texans Foundation](#) | [Texans for Fiscal Responsibility](#) | [Empower Texans PAC](#)

QUOTING... "Governments don't reduce deficits by raising taxes on the people; governments reduce deficits by controlling spending and stimulating new wealth." -- Ronald Reagan

Well, Bonnie, you gotta hand it to Texas House Speaker Joe Straus: he's actually doubling down on his resolve to oppose any further right-sizing of government. He is instead seeking new revenues (read: taxes) to fill government coffers in 2013.

Straus & Obama v Reagan

We reported to you last week about his initial policy pronouncements in El Paso. This week, he reiterated that position in Fort Worth. In doing so, Joe Straus dangerously pits the Republican caucus against Texas taxpayers going into the 2012 election season.

As you will recall, Mr. Straus told the *El Paso Times* that "you can't cut your way to prosperity." That sounded a lot like President Obama's comments earlier this year when he said "there's been a real debate about where to invest and where to cut... but we can't simply cut our way to prosperity."

In yesterday's *Austin American-Statesman*, Mr. Straus said he "doesn't know yet whether Texas needs more tax revenue."

For taxpayers, for small business owners, for conservatives, there is no question. As Ronald Reagan correctly put it: "Governments don't reduce deficits by raising taxes on the people; governments reduce deficits by controlling spending and stimulating new wealth."

Taxes Aren't Honest

In an interview with a *Fort Worth Star Telegram* reporter this week, Mr. Straus explained his El Paso comments by saying, "I made a terrible mistake. I was being candid and realistic."

It is rare for a big-government Republican to admit in advance that any future fiscally conservative comments he might make are merely political, while his fiscally irresponsible comments are



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Mark Dalton

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Sunday, November 13, 2011 4:15 PM
To: Mark Dalton
Subject: Formula for failure

EMPOWERTEXANS

November 13, 2011

Empower Texans Foundation | Texans for Fiscal Responsibility | Empower Texans PAC

QUOTING... "Liberty is not a means to a higher political end. It is itself the highest political end."

— Lord Acton

Apparently, Mark, the "F" in F1 stands for failure.

Lemon Racing

Buried at the bottom of today's sports page is another story indicating the state and local taxpayer-subsidized F1 race in Austin is getting further off track. Comptroller Susan Combs should take the opportunity to untangle taxpayers from this lemon of a deal.

European billionaire Bernie Ecclestone -- who owns the F1 brand -- is putting distance between himself and the project -- even questioning the future of the race before it starts. (Mr. Ecclestone, for what it's worth, is right now facing fraud charges in Munich; such is the company Texas taxpayers are being forced to keep.)

You'll remember that a group of wealthy, politically-connected Texans saw F1 as a fun investment toy -- provided the state made them sweetheart deals and socialized some of the risk (while keeping the profits private, of course).

Comptroller Combs, who has long supported the F1 subsidy, recently provided us with a statement saying she had been "under the impression that Texas was going to be the exclusive race in the United States." She says, however, she doesn't "have the discretion to deny applications" for money for the F1 track.

Frankly, if the state's comptroller cannot get taxpayers out from such an obvious boondoggle, then the Legislature better do some serious law-fixin' come next session.

Crony Capitalism

Of course, taxpayers never really benefit from corporate welfare, and especially not from the luxury-business subsidies given to politically connected investors seeking government aid for their hobbies.



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Bonnie L. Bruce

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Sunday, November 27, 2011 7:25 AM
To: Bonnie L. Bruce
Subject: Judicial gerrymandering

Categories: File

EMPOWERTEXANS

November 27, 2011

[Empower Texans Foundation](#) | [Texans for Fiscal Responsibility](#) | [Empower Texans PAC](#)

QUOTING... "Texas has yet to learn submission to any oppression, come from what source it may."

-- Sam Houston

We just thought the battle over Texas' legislative lines was finished, Bonnie!

Attorney General Greg Abbott has asked the US Supreme Court for an emergency stay on the arbitrary maps handed down by a three-judge federal panel in San Antonio right before Thanksgiving.

EmpowerTexans.com "Around Texas" writer Michele Samuelson noted last night that it will be US Supreme Court Justice Antonin Scalia reviewing Mr. Abbott's request.

As you know, the responsibility for the drawing of representational maps rests with the legislatures of the several states, not federal judges. The federal courts, when only absolutely necessary, should make only the bare minimum of changes to rectify clear violations of law.

Instead, the court re-drew the maps for the Texas House, Texas Senate and US House. One judge dissented from his colleagues' version of the Texas House map, describing as going beyond what is "legal, practical, or fair."

That's putting it mildly. The maps they ordered are a lesson in judicially-mandated gerrymandering; the radical changes they are imposing on the state's political landscape is nothing short of shocking.

(Practically, the judicial activism exhibited by these federal district judges has plunged all of us into a new world of election law. Remember, filing for office has already been delayed. When ordering the new maps right before Thanksgiving, they set tomorrow -- Monday, the 28th -- as the new opening for filing. If a stay is granted by the Supreme Court, filing would necessarily be delayed



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TFR Endorses James White

Posted on **December 7, 2011** by **Empower Texans**

East Texas conservative deserves re-election to Texas House In 2012

State Rep. James White of Hillister was endorsed for re-election by Texans for Fiscal Responsibility.

"Throughout the legislative session, James White did what he said he would do by putting the needs of his constituents ahead of the special interests in Austin," said the president of Texans for Fiscal Responsibility, Michael Quinn Sullivan. "As a strong, commonsense conservative, James White could be counted on to do what was best for his constituents, the people of Texas, and future of the state's economy."

White earned the "Taxpayer Champion Award" for his rating on the Fiscal Responsibility Index, which examines the votes lawmakers cast during the legislative session.

Sullivan praised White for keeping the promises he made as a candidate; voting in Austin the way he campaigned at home. In 2010, White defeated a long-serving committee chairman and Democratic legislator who ran on his seniority and standing with the leadership and lobby.



— State Representative James White

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Charles Perry Endorsed by Texans for Fiscal Responsibility

Posted on [December 8, 2011](#) by [Empower Texans](#)

State Rep. Charles Perry of Lubbock was endorsed for re-election by Texans for Fiscal Responsibility.

"Charles Perry proved himself to be a strong, commonsense conservative who put the needs of his constituents ahead of the special interests in Austin," said the president of Texans for Fiscal Responsibility, Michael Quinn Sullivan. "Vote after vote, issue after issue, Charles Perry could be counted on to do what was best for his constituents, the people of Texas, and future of the state's economy."

Perry earned the "Taxpayer Champion Award" for his rating on the Fiscal Responsibility Index, which examines legislators recorded votes during the legislative session.

Sullivan praised Perry for his "substantive, practical" approach to public policy issues. In the 2010 primary, Perry defeated a long-serving committee chairman who ran on his seniority and standing with the leadership and lobby.



— Charles Perry

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Jim Landtroop Endorsed by Texans for Fiscal Responsibility

Posted on **December 9, 2011** by **Empower Texans**

Plainview conservative should be re-elected to Texas House in '12.

State Rep. Jim Landtroop of Plainview received the endorsement today of Texans for Fiscal Responsibility.

"In campaigning for office, Jim Landtroop created a 'contract' with his constituents that he kept by consistently voting in line with their core values and principles," said the president of Texans for Fiscal Responsibility, Michael Quinn Sullivan. "Jim Landtroop proved he was a consistent, commonsense conservative who put the principles of his voters ahead of the special-interest lobby in Austin."

Landtroop earned the "Taxpayer Champion Award" for his rating on the Fiscal Responsibility Index, which examines the votes lawmakers cast during the legislative session. First elected in 2010, Landtroop defeated a Democratic incumbent in the general election.

Sullivan praised Landtroop for working to protect Texas taxpayers by putting forward legislation that would have restricted the legislature's ability to raise taxes, while also working to successfully pass legislation that gives the state more flexibility to in controlling health care costs.



— Jim Landtroop



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Phil King Endorsed by Texans for Fiscal Responsibility

Posted on [December 12, 2011](#) by [Empower Texans](#)

State Rep. Phil King of Weatherford was endorsed for re-election today by Texans for Fiscal Responsibility.

"Phil King has consistently proven himself to be a strong, commonsense conservative who listens to his constituents, not the special interests in Austin," said the president of Texans for Fiscal Responsibility, Michael Quinn Sullivan. "Regardless of the issue, Phil King can be counted on to do what is best for the people of Texas and future of the state's economy."



In 2011, King earned the "Taxpayer Champion Award" for his rating on the Fiscal Responsibility Index, which examines legislators recorded votes during the legislative session.

Sullivan praised King's long-standing record in the Texas House working on behalf of free markets and conservative policy solutions.

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TFR Endorses Wayne Christian for Re-Election to Texas House

Posted on **December 13, 2011** by **Empower Texans**

Center conservative deserves re-election in 2012 to Texas House.

AUSTIN, Texas — State Rep. Wayne Christian was endorsed for re-election today by Texans for Fiscal Responsibility.

"As a veteran legislator, Wayne Christian has consistently proven himself to be a strong advocate for Texas' conservatives and the interests of his constituents," said the president of Texans for Fiscal Responsibility, Michael Quinn Sullivan. "On issue after issue, Wayne Christian has been willing to fight for his East Texas constituents while protecting Texas taxpayers."

In 2011, Christian earned the "Taxpayer Champion Award" for his rating on the Fiscal Responsibility Index, which examines legislators recorded votes during the legislative session.

Sullivan praised Christian's long-standing record in the Texas House promoting commonsense, conservative policy solutions and opposing tax increases.



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Tan Parker Endorsed by Texans for Fiscal Responsibility

Posted on [December 14, 2011](#) by [Empower Texans](#)

Flower Mound conservative deserves re-election in 2012.

AUSTIN, Texas — State Rep. Tan Parker of Flower Mound was endorsed for re-election today by Texans for Fiscal Responsibility.

"On issue after issue, Tan Parker has proven himself to be a commonsense conservative who works diligently to represent his constituents, not the special interests in Austin," said the president of Texans for Fiscal Responsibility, Michael Quinn Sullivan. "Tan Parker is a true champion for the people of Texas and future of the state's economy."

In 2011, Parker earned the "Taxpayer Champion Award" for his rating on the Fiscal Responsibility Index, which examines legislators recorded votes during the legislative session.

Sullivan praised Parker's efforts to bring greater efficiency and accountability to state government.



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Jim Lieber · Lantana, Texas

Wish we could clone Tan Parker so the rest of Texas would have someone like him to vote for. We're so tired of voting against representatives at every level of government that it's really a breath of fresh air to have someone like Tan Parker to vote FOR. Now... If we could only rid ourselves of RINO Joe Straus, Texas could once again get back on track.

[Reply](#) · [Like](#) · December 14, 2011 at 4:19pm

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Texans for Fiscal Responsibility Endorses Ken Sheets

Posted on **December 15, 2011** by **Empower Texans**

Dallas freshman should be re-elected to Texas House in '12.

AUSTIN, Texas — State Rep. Kenneth Sheets of Dallas received the endorsement today of Texans for Fiscal Responsibility.

"Kenneth Sheets campaigned as a conservative, and on vote after vote in the legislature delivered on his promise to represent his constituents," said the president of Texans for Fiscal Responsibility, Michael Quinn Sullivan. "Kenneth Sheets proved himself to be a consistent, commonsense conservative putting the principles of his voters ahead of the special-interest lobby in Austin."



Sheets earned the "Taxpayer Champion Award" for his rating on the Fiscal Responsibility Index, which examines the votes lawmakers cast during the legislative session. First elected in 2010, Sheets defeated a Democratic incumbent in the general election.

Sullivan praised Sheets for his work in protecting Texas' taxpayers by offering reform-focused legislation.



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Jason Isaac Endorsed by Texans for Fiscal Responsibility

Posted on [December 16, 2011](#) by [Empower Texans](#)

Hays County freshman should be re-elected to Texas House in '12

AUSTIN, Texas — State Rep. Jason Isaac of Dripping Springs received the endorsement today of Texans for Fiscal Responsibility.

"Throughout the legislative session, Jason Isaac did what he said he would do by putting the principles of his constituents ahead of the special interests in Austin," said the president of Texans for Fiscal Responsibility, Michael Quinn Sullivan.

"As a strong, commonsense conservative, Jason Isaac could be counted on to do what was best for his constituents, the people of Texas, and future of the state's economy."

Sullivan noted that Isaac earned the "Taxpayer Champion Award" for his rating on the Fiscal Responsibility Index, which examines the votes lawmakers cast during the legislative session.

First elected in 2010, Isaac defeated a Democratic incumbent in the general election.



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EXHIBIT 17

Colby Beuck

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Sunday, December 18, 2011 3:32 PM
To: Patricia Harless
Subject: Do scoreboards educate kids?

Follow Up Flag: Follow up
Flag Status: Completed

Categories: Business

EMPOWERTEXANS

December 18, 2011

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QUOTING... "Where law ends, tyranny begins. Unlimited power is apt to corrupt the minds of those who possess it." -- *William Pitt the Elder*

No April's Fools joke, Patricia; Texas' primaries have been moved to early April.

Filing for office ends tomorrow... sort of. Once the legislative and congressional maps are approved, filing will re-open and then close Feb. 1, leading up to an April 3 primary election.

So who will be your legislative and congressional candidates? What district will you even be in? Stay tuned.

(Remember: as incumbents worry about the possibility of primary challengers and maps they didn't draw, you have the maximum sway over them.)

Praying For A Jumbo-Size Scoreboard

School finance has become a sick joke on Texas' taxpayers, students and teachers. School boards and superintendents have filed a new round of lawsuits, jockeying to drain more money from your wallet -- under the guise of providing an "adequate" education.

Never mind that Texas Education Agency data shows that only about half of the more than \$11,000 spent per child in public education gets spent on instructional expenses.

The superintendent of Brownwood ISD recently blogged on his school district website that he is praying "the [school finance] lawsuits will force the legislature to fulfill their constitutional requirement to provide an adequate education for ALL children in Texas." (His use of all-caps.)



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Charging Cars, Draining Taxpayers

San Antonio can't seem to help itself. Every time the City of Austin comes up with a way to waste tax dollars, they have to have one too. This time, San Antonio wants to add more electric-car charging stations around the city... just like Austin did months ago.

Endorsements

Last week we endorsed for re-election Tan Parker, Kenneth Sheets, Jason Isaac, Wayne Christian and Phil King!

Camille Carter

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Sunday, December 18, 2011 3:32 PM
To: Kelly Hancock
Subject: Do scoreboards educate kids?

EMPOWERTEXANS

December 18, 2011

Empower Texans Foundation | Texans for Fiscal Responsibility | Empower Texans PAC

QUOTING... "Where law ends, tyranny begins. Unlimited power is apt to corrupt the minds of those who possess it." ~ William Pitt the Elder

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Never mind that Texas Education Agency data shows that only about half of the more than \$11,000 spent per child in public education gets spent on instructional expenses.

The superintendent of Brownwood ISD recently blogged on his school district website that he is praying "the [school finance] lawsuits will force the legislature to fulfill their constitutional requirement to provide an adequate education for ALL children in Texas." (His use of all-caps.)

But according to the local newspaper, he told the school board last week that if Brownwood ISD gets more money from the state the district might be able to afford the "cost of a new scoreboard" at the football field.

... Around Texas ...

Charging Cars, **Draining Taxpayers**

San Antonio can't seem to help itself. Every time the City of Austin comes up with a way to waste tax dollars, they have to have one too. This time, San Antonio wants to add more electric-car charging stations around the city... just like Austin did months ago.

Endorsements

Last week we endorsed for re-election Tan Parker, Kenneth Sheets, Jason Isaac, Wayne Christian and Phil King!

Gloria Rogers

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Sunday, December 11, 2011 2:30 PM
To: Gloria Rogers
Subject: Supreme Court halts judicial gerrymandering (for now)

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December 11, 2011

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QUOTING... "Generosity is a reflection of what one does with his or her own resources and not what he or she advocates the government do with everyone's money." --
Ronald Reagan



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... Around Texas ...

ISD Tosses Taxpayers Under The Bus

There is no doubt Allen has experienced big population growth over the past few decades, but rather than renovate their existing bus barn, bureaucrats want to build a brand new \$40 million structure.

Don't Follow Sacramento

Earlier this fall, Texas' Republican House Speaker told newspapers he wants the legislature to focus on revenues, not spending corrections. This week, California's Democratic governor is asking his state to approve increases in their sales and income taxes.

Pratt: Leppert's Primary

The week ended with a judicial bang, Gloria!

Late Friday afternoon the US Supreme Court issued a stay against the legislative and congressional maps drawn by a three-judge federal panel based in San Antonio. This action marks a big win by Texas Attorney General Greg Abbott against a new low in judicial activism. It also puts the 2012 primary election calendar in flux.

By issuing the stay against maps drawn by the federal judges, the Supreme Court clearly finds Mr. Abbott's arguments persuasive and deserving of review. Mr. Abbott has argued that the maps were an overreach of the court's authority.

In a statement Friday evening, Mr. Abbott said he "is committed to protecting the integrity of Texas' elections by ensuring they are conducted based on legally constructed redistricting maps, and the Supreme Court's decision today is an important step in that direction."

When lawmakers met this spring, they took on the task of redrawing lines in keeping with the population. Yet they might as well have adopted a 1987 road map of Texas, for all the three-judge panel cared.

The federal judges' maps essentially disenfranchised Texas voters by ignoring their will as expressed through the 2010 general election ballot box. Voters sent an historic conservative super-majority to the state House, which was apparently unimportant to the court's majority. The judges ignored voters who tossed out liberal incumbents of various ethnic backgrounds in favor of conservative challengers of various ethnic backgrounds.

As inconvenient as it might be for the courts, the voters have Texas have truly been looking past the color of candidates skin and into the content of their philosophical heart and ideological character.

Now, until the Supreme Court has a hearing on the issue in early January, we'll all be stumbling in the electoral dark; district lines are unknown and campaigns will be shaky at best. Some will no doubt decry the real possibility that our primary elections for the legislature and US House will be delayed. (The 2012 presidential, US Senate, statewide and local primaries could still be held March 6.)

Frankly, it is better for those legislative and congressional primaries to be delayed so we have legal

Not only did he govern Dallas as a big spending, big government mayor, courting the SEIU, ACORN, Young Democrats, and other Leftist groups, his personal philosophy is partly in-line with the Left.

Endorsements

Last week we endorsed for re-election James White, Charles Perry and Jim Landtroop!

From AgendaWise.com Gaming Voters

Rick Perry raising the possibility of switching to a part time United States Congress gave occasion for Mark Jones, a fellow at Rice's Baker Institute, to issue some strange opinions. In a blog post Jones contended that the Texas session is too short (the session is long enough for our legislators to spend more money than they have!).

Kate Raetz

From: Michael Quinn Sullivan [letters@empowertexans.com]
Sent: Sunday, December 18, 2011 3:32 PM
To: Susan King
Subject: Do scoreboards educate kids?

EMPOWERTEXANS

December 18, 2011

[Empower Texans Foundation](#) | [Texans for Fiscal Responsibility](#) | [Empower Texans PAC](#)

QUOTING: "When lawyers, accountants, and other power agents corrupt the minds of those who possess the power of the state..."

No April's Fools joke, Susan; Texas' primaries have been moved to early April.

Filing for office ends tomorrow... sort of. Once the legislative and congressional maps are approved, filing will re-open and then close Feb. 1, leading up to an April 3 primary election.

So who will be your legislative and congressional candidates? What district will you even be in? Stay tuned.

(Remember: as incumbents worry about the possibility of primary challengers and maps they didn't draw, you have the maximum sway over them.)

Praying For A Jumbo-Size Scoreboard

School finance has become a sick joke on Texas' taxpayers, students and teachers. School boards and superintendents have filed a new round of lawsuits, jockeying to drain more money from your wallet -- under the guise of providing an "adequate" education.

Never mind that Texas Education Agency data shows that only about half of the more than \$11,000 spent per child in public education gets spent on instructional expenses.

The superintendent of Brownwood ISD recently blogged on his school district website that he is praying "the [school finance] lawsuits will force the legislature to fulfill their constitutional requirement to provide an adequate education for ALL children in Texas." (His use of all-caps.)

But according to the local newspaper, he told the school board last week that if Brownwood ISD gets more money from the state the district might be able to afford the "cost of a new scoreboard" at the football field.



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Around Texas ...

Charging Cars

Draining Taxpayers

San Antonio can't seem to help itself. Every time the City of Austin comes up with a way to waste tax dollars, they have to have one too. This time, San Antonio wants to add more electric-car charging stations around the city -- just like Austin did months ago.

Endorsements

Last week we endorsed for re-election Tan Parker, Kenneth Sheets, Jason Isaac, Wayne Christian and Phil Kane!

EXHIBIT 18

TEXANS FOR FISCAL RESPONSIBILITY

Tim Dunn
Chairman

Michael Quinn Sullivan
President

LEGISLATIVE MEMORANDUM

TO: Taxpayers in House District 60

FROM: Michael Quinn Sullivan

SUBJECT: Voting record of Jim Keffer

With the 82nd Session of the Texas Legislature behind us, I am sorry to say that taxpayers in House District 60 were poorly represented by State Rep. Jim Keffer.

In fact, Mr. Keffer performed very poorly on the Fiscal Responsibility Index, which considers votes taken on economic freedom issues, tax and spending policies and property rights. While he campaigns as a conservative Mr. Keffer was actually *one of the lowest rated Republicans on the Index*, earning a D+, far below the GOP average of a strong B.

For example, while the rest of the Republican caucus was working responsibly to protect taxpayers and restrict government spending, Mr. Keffer was voting:

- Against strong property rights protections championed by conservative legislators and property rights advocates (House Journal recorded votes 340 and 346).
- To keep money tied up in the Texas Education Agency bureaucracy, rather than push that money into the classroom (record vote 233).
- To require new energy regulations (record vote 932), and licensing costs for small businesses (record vote 1102, record vote 531).

And those are just a couple of examples taken from the Fiscal Responsibility Index. You can see the full Index, including details of the 40 votes we scored, by visiting www.EmpowerTexans.com. (Legislators are notified in advance of the votes and issues to will be scored, and we only score votes recorded in the House Journal.)

Despite a Republican super-majority in the Texas House, Texans didn't get the strong pro-taxpayer protections conservative voters have demanded for years. That's due in no small part to too many lawmakers who campaigned as conservatives joining the liberals in opposing needed and necessary reforms. The state's business tax was left unreformed, with no permanent protection for small business, and the out-of-control property tax system was left untouched.

Efforts to bring about systemic changes in the state's tax and spending systems were all but ignored by Jim Keffer and the House's moderate leadership team.

The 2013 legislative session will be even more challenging than this session has been. Because of policies forced down from Congress, the state could face an additional \$10 to \$20 billion in expenses.

It will be even more critical in 2013 that we have lawmakers focused on protecting Texas taxpayers. Jim Keffer performed poorly even with a super-majority in 2011, and it is difficult to expect he will do otherwise in the future.

TEXANS FOR FISCAL RESPONSIBILITY

Tim Quinn
Chairman

Michael Quinn Sullivan
President

LEGISLATIVE MEMORANDUM

TO: Taxpayers in House District 98

FROM: Michael Quinn Sullivan

SUBJECT: Voting record of State Rep. Vicki Truitt

With the 82nd Session of the Texas Legislature behind us, taxpayers in House District 98 were poorly represented by Vicki Truitt.

In fact, Rep. Truitt has consistently been one of the lowest performing Republicans on the Fiscal Responsibility Index, which considers votes taken on economic freedom issues, tax and spending policies and property rights.

Her career average of a D- on the Index is *far below the House Republican average of a B.*

Rep. Truitt has a long history of voting against the interests of Texas' conservatives and taxpayers. She voted to levy a "granny tax" on nursing home residents (HB2778, 80th Session, record vote 1048), and was a proponent of the Gross Margins Tax that has stifled small business in Texas (HB3, 3rd Session, 2006).

In 2009 she loudly proclaimed she would "fall on her sword" in support of a massive tax hike program to fund a Dallas transportation boondoggle. She promoted hiking gasoline taxes and increasing numerous fees related to owning a car, and even parking, all to irresponsibly fund government growth. (Taxpayer opposition and a bipartisan majority of the legislature shot down her tax plan.)

This session, Ms. Truitt again voted against responsible budgeting. Ms. Truitt spent the session voting:

- With liberals -- twice! -- to drain the state's Rainy Day Fund to avoid making budget cuts (HB1 record vote 792, and special session SB2 record vote 58).
- To keep money tied up in the Texas Education Agency bureaucracy, rather than push that money into the classroom (HB1 record vote 233).
- Against strong property rights protections championed by conservative legislators and property rights advocates (SB18 record votes 346).
- Against new budget transparency to control government spending (SB1811 record vote 1209).
- To add earmarks for new spending to the state budget, while conservatives were looking to cut spending (special session SB2 record vote 19)

(Over)

And those are just a couple examples taken from the Fiscal Responsibility Index. You can see the full Index, including details of the 40 votes we scored, by visiting www.EmpowerTexans.com.

Despite a Republican super-majority in the Texas House, Texans didn't get the strong pro-taxpayer protections conservative voters have demanded for years. That's due in no small part to many lawmakers, like Ms. Truitt, who campaign as conservatives yet join the liberals in opposing needed and necessary reforms.

Efforts to bring about systemic changes in the state's tax and spending systems were all but ignored by Ms. Truitt and the House's moderate leadership team. Indeed, House Speaker Joe Straus recently went on the record opposing spending cuts in the future and preferring to instead look for new revenues.

Vicki Truitt has never signed the Taxpayer Protection Pledge, and she has strongly supported Speaker Straus, so one must imagine she likewise supports levying new taxes rather than seeking greater budget efficiency. Indeed, her legislative record is filled with votes seeking to expand government and its access to our wallets.

The 2013 legislative session will be even more challenging than 2011 has been. This makes it even more critical in 2013 that we have lawmakers focused on protecting Texas taxpayers.

Vicki Truitt performed poorly in 2011, and it is difficult to expect she will do otherwise in the future.

TEXANS FOR FISCAL RESPONSIBILITY

Tim Dunn
Chairman

Michael Quinn Sullivan
President

LEGISLATIVE MEMORANDUM

TO: Taxpayers in House District 4

FROM: Michael Quinn Sullivan

SUBJECT: Voting record of State Rep. Lance Gooden

With the 82nd Session of the Texas Legislature behind us, I am sorry to say that taxpayers in House District 4 were poorly represented by Lance Gooden.

In fact, Rep. Gooden performed very poorly on the Fiscal Responsibility Index, which considers votes taken on economic freedom issues, tax and spending policies and property rights. He was among the lowest-performing freshmen. And while he campaigned as a conservative Mr. Gooden earned a very disappointing D+ on the Index, *far below the Republican average* of a strong B.

For example, while the rest of the Republican caucus was working responsibly to protect taxpayers and restrict government spending, Mr. Gooden was voting:

- Against strong property rights protections championed by conservative legislators and property rights advocates (House Journal recorded votes 340 and 346).
- To keep money tied up in the Texas Education Agency bureaucracy, rather than push that money into the classroom (record vote 233).
- To add earmarks for new spending to the state budget, while conservatives were looking to cut spending (special session record vote 19).

And those are just a couple of examples taken from the Fiscal Responsibility Index. You can see the full Index, including details of the 40 votes we scored, by visiting www.EmpowerTexans.com.

Despite a Republican super-majority in the Texas House, Texans didn't get the strong pro-taxpayer protections conservative voters have demanded for years. That's due in no small part to too many lawmakers who campaigned as conservatives joining the liberals in opposing needed and necessary reforms. The state's business tax was left unreformed, with no permanent protection for small business, and the out-of-control property tax system was left untouched.

Efforts to bring about systemic changes in the state's tax and spending systems were all but ignored by Mr. Gooden and the House's moderate leadership team.

The 2013 legislative session will be even more challenging than the 2011 session has been. Because of policies forced down from DC, the state could face an additional \$10 to \$20 billion in expenses.

It will be even more critical in 2013 that we have lawmakers focused on protecting Texas taxpayers. Lance Gooden performed poorly in 2011, and it is difficult to expect he will do otherwise in the future.

EXHIBIT 19

TEXAS ETHICS COMMISSION

P.O. Box 12070, Capitol Station
Austin, Texas 78711-2070

Tom Ramsay
Chair

Jim Clancy
Vice Chair

David A. Reisman
Executive Director



Commissioners

Hugh C. Akin
Tom Harrison
Paul W. Hobby
Bob Long
Paula M. Mendoza
Chase Untermeyer

January 26, 2012

RE: Public Information Request Received January 23, 2012

Dear [REDACTED]:

This letter is in response to your request for public information received by the Ethics Commission on January 23, 2012. Specifically, you requested "information whether [Empower Texans or Texans for Fiscal Responsibility] has filed a report of direct campaign expenditures as described by Section 254.261(a), Election Code." In addition, you requested "copies of the original form or information filed with the Ethics Commission to obtain Account Number 00066932 for Texans for Fiscal Responsibility."

Our records indicate that Texans for Fiscal Responsibility (account number 00066932) filed a Request for Electronic Filing Password (Form PASS) on October 1, 2010. In response to that request, the Ethics Commission assigned account number 00066932 to Texans for Fiscal Responsibility. We have not received any campaign finance reports or reports of direct campaign expenditures from Texans for Fiscal Responsibility.

On January 24, 2012, you stated that you are not requesting a copy of the filed password request form. Therefore, we do not maintain any records responsive to your request. Please note, however, that the form may be considered confidential under section 552.136 of the Government Code.

If you have any questions or wish to discuss this matter further, please feel free to contact our office at one of the numbers listed below.

Sincerely,

A handwritten signature in black ink, appearing to read "Ian M. Steusloff".
Ian M. Steusloff
Assistant General Counsel

IMS:my